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Florida Department of State

Division of Corporations

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT/NON PROFIT CORPORATION

BACKYARD SUPERSTORE OF FLORIDA, INC.

Certificate of Status	0
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**ARTICLES OF INCORPORATION
OF
BACKYARD SUPERSTORE OF FLORIDA, INC.**

In compliance with the requirements of F.S. Chapter 607, the undersigned, being natural persons, do hereby act as incorporators in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

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TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation ("Corporation") is Backyard Superstore of Florida, Inc.

ARTICLE II

The existence of the corporation shall begin on February 1, 2008.

ARTICLE III

The address of the principal office of the Corporation is 18501 Murdock Circle, Suite 501, Port Charlotte, Florida 33948.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 10,000, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote. The par value is \$1.00.

ARTICLE V

The initial street address of the Corporation's registered office is 18501 Murdock Circle, Suite 501, Port Charlotte, Florida 33948. The initial registered agent for the Corporation at that address is Christopher A. Smith.

ARTICLE VI

The initial board of directors shall consist of three members. The names and addresses of the persons who will serve on the initial board of directors are:

<u>NAME</u>	<u>ADDRESS</u>
Christopher A. Smith	2334 Abbotsford Street North Port, Florida 34287
Peter J. Boscarino	7453 Saddle Creek Place Sarasota, Florida 34241
Douglas R. Miller	4640 Proctor Road Sarasota, Florida 34233

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ARTICLE VII

The names and street addresses of the persons signing these articles of incorporation are:

<u>NAME</u>	<u>ADDRESS</u>
Christopher A. Smith	2334 Abbotsford Street North Port, Florida 34287

ARTICLE VIII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

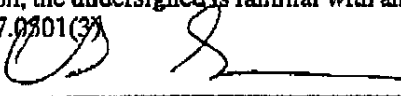
IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 31 day of January, 2008.



Christopher A. Smith

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for *Backyard Superstore of Florida, Inc.* at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0801(3).



Christopher A. Smith

Date: January 31, 2008.