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09 FEB 23 PM 1:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

U. McKnight FEB 24 2009



Accounting  
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Income Taxes  
Insurance  
Tax Consulting

February 20, 2009

Department of State  
Division of Corporations  
Corporate Filings  
P. O. Box 6327  
Tallahassee, FL 32314

Re: **GREEN WINTERS, INC.**

Dear Sirs:

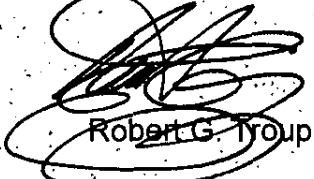
Enclosed, please find two copies of the Articles of Incorporation for: **GREEN WINTERS, INC.**, this is to be a 2009 corporation.

Check # 15429, in the amount of \$ 78.75 is included for filing fees and registered agent designation.

Please process same and return to this office for further processing. Should you have any questions, please do not hesitate to contact this office.

Sincerely,

TROUP FINANCIAL SERVICES



Robert G. Troup

encl.: Check # 15429  
Articles of Incorporation

4343 Ridgewood Ave • Suite A Port Orange, FL 32127

(386) 756-1208 • Fax (386) 761-6447

TroupFinSv@aol.com

**ARTICLES OF INCORPORATION  
OF  
GREEN WINTERS, INC.**

**ARTICLE I  
NAME**

The name of this corporation is: **GREEN WINTERS, INC.**

**ARTICLE II  
DURATION**

This corporation shall exist perpetually.

**ARTICLE III  
PURPOSE**

This corporation is organized for the purpose of operating as a Nursery & Garden Center, and to operate any and all lawful business.

**ARTICLE IV  
CAPITAL STOCK**

This corporation is authorized to issue 500 shares of Capital Stock with a par value of \$ 1.00 per share. These shares shall be designated as "Common Shares". There will be only this one (1) type of stock.

**ARTICLE V  
INITIAL REGISTERED AGENT AND OFFICE**

The street address for the initial Registered Office for this corporation is:

**186 Kenilworth Avenue  
Ormond Beach, FL 32174**

The name of the initial Registered Agent of this corporation is:

**Wesley V. Winters**

The mailing address of this corporation shall be:

**186 Kenilworth Avenue  
Ormond Beach, FL 32174**

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TALLAHASSEE, FLORIDA

**ARTICLE VI**  
**INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time. The name and address of the initial director of this corporation is:

**Wesley V. Winters**  
**186 Kenilworth Avenue**  
**Ormond Beach, FL 32174**

**ARTICLE VII**  
**INCORPORATOR**

**Wesley V. Winters**  
**186 Kenilworth Avenue**  
**Ormond Beach, FL 32174**

**ARTICLE VIII**  
**BY-LAWS**

The power to amend, alter, adopt or repeal By-Laws, shall be vested in the Board of Directors & Shareholders.

**ARTICLE IX.**  
**SHAREHOLDER QUORUM & VOTING**

A majority of the shareholders entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders. If a quorum is present, the affirmative vote of 51% of the shareholders represented at the meeting entitled to vote on the subject matter, shall be the act of the shareholders.

**ARTICLE X**  
**POWERS**

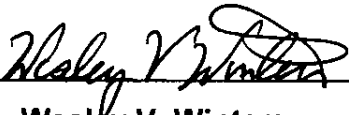
This corporation shall have all of the corporate powers enumerated by the Florida General Corporation Act, and as otherwise provided by the laws of the State of Florida and the United States of America.

**ARTICLE XI  
AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferring upon the shareholders is subject to this provision.

**REGISTERED AGENT ACCEPTANCE**

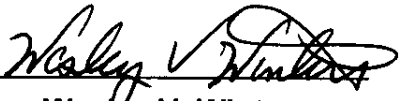
I hereby accept appointment as the initial Registered Agent of:  
**GREEN WINTERS, INC.**


  
\_\_\_\_\_  
**Wesley V. Winters**  
Initial Registered Agent  
**GREEN WINTERS, INC.**


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CLERK OF STATE  
TALLAHASSEE, FLORIDA

**STATE OF FLORIDA  
COUNTY OF VOLUSIA**

Before me, the above named authority, personally appeared, who, being known to me to be **Wesley V. Winters**, acknowledged that he/she had accepted the position of Registered Agent of **GREEN WINTERS, INC.**

  
**Wesley V. Winters**

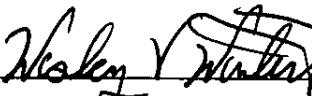
  
\_\_\_\_\_  
**Notary Public**  
**State of Florida, At Large**

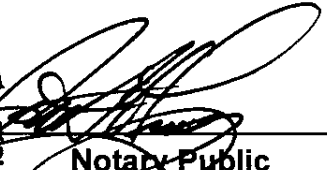
 **NOTARY PUBLIC-STATE OF FLORIDA**  
**Robert G. Troup**  
Commission #DD817774  
Expires: SEP. 09, 2012  
BONDED THRU ATLANTIC BONDING CO., INC.


**STATE OF FLORIDA**  
**COUNTY OF VOLUSIA**

Date: 2/20/09

Before me, the above named authority, personally appeared, who, being known to me to be **Wesley V. Winters**, acknowledged that he/she had executed the foregoing Articles of Incorporation of **GREEN WINTERS, INC.**, for the purposes expressed therein.

  
**Wesley V. Winters**

  
\_\_\_\_\_  
**Notary Public**  
**State of Florida, At Large**

 **NOTARY PUBLIC-STATE OF FLORIDA**  
**Robert G. Troup**  
Commission #DD817774  
Expires: SEP. 09, 2012  
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