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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT/NON PROFIT CORPORATION

plants & beyond, inc.

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D.A. WHITE

This Instrument Prepared by:
Patricia O. Espinosa, Esq.
2263 SW 37 Avenue
Miami, Florida 33145
Tel. 305-448-5732
Fla. Bar No. 894265

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

PLANTS & BEYOND, INC.

The undersigned subscribers, for the purposes of forming a corporation under the laws of the State of Florida, adopt the following Articles of Incorporation:

ARTICLE I

NAME OF CORPORATION

The name of the corporation is : PLANTS & BEYOND, INC.

ARTICLE II

NATURE OF BUSINESS

This Corporation is organized for the purposes of engaging in transacting any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act, as amended.

The business of the corporation is from time to time to do any one or more of all of the acts and things set out above, and it shall have the right to conduct its business in all its branches, in or outside the State of Florida, or in any other state, territory or dependency of the United States, or in foreign countries.

ARTICLE III

CAPITAL STOCK

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The maximum shares of stock that this Corporation is authorized to have outstanding at any time is ONE THOUSAND (1000) shares of common stock having a par value of ONE (\$1.00) Dollar per share.

ARTICLE IV

INITIAL CAPITAL

The amount of capital with which this Corporation will begin business is not less than ONE THOUSAND (\$1,000.00) Dollars.

ARTICLE V

TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE VI

INITIAL REGISTERED AGENT & OFFICE

The Registered Agent of this Corporation is Jose R. Martinez, and the initial registered office is 12231 SW 10 Terrace, Miami, Florida 33184.

ARTICLE VII

PRINCIPAL PLACE OF BUSINESS

The principal office of the corporation is located at 12231 SW 10 Terrace, Miami, Florida 33184. The Management may from time to time move the principal office to any other address in Florida.

ARTICLE VIII

BOARD OF DIRECTORS

This Corporation shall have a minimum of one director. This corporation shall have initially ONE (1) director. The number of Directors may be increased or reduced

from time to time, by the bylaws adopted by the stockholders. The name and address of the initial Board of Directors, consisting of ONE (1) members are:

JOSE R. MARTINEZ
12231 SW 10 TERRACE
MIAMI, FLORIDA 33184

DIRECTOR

ARTICLE VIII

OFFICERS

The names and post office addresses of the initial officers who shall hold office until their successors are elected or appointed or have qualified are:

JOSE R. MARTINEZ
12231 SW 10 TERRACE
MIAMI, FLORIDA 33184

PRESIDENT, VICE PRESIDENT,
SECRETARY, TREASURER

ARTICLE IX

SUBSCRIBERS

The names and addresses of the subscribers and incorporators and the number of shares which they agree to take are:

JOSE R. MARTINEZ
12231 SW 10 TERRACE
MIAMI, FLORIDA 33184

1000 SHARES (100%)

IN WITNESS WHEREOF, we have hereunto set our hands and seal this 22 day of April, 2009



JOSE R. MARTINEZ

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

I HEREBY CERTIFY that on this 22 day of April, 2009, before me, a Notary Public, authorized in the State and County named above to take acknowledgments,

personally appeared JOSE R. MARTINEZ to me well known to be the person described as Incorporator, in and who executed the foregoing Articles of Incorporation, acknowledged before me that he subscribed to these Articles of Incorporation, and the facts therein are truly set forth.

WITNESS my hand and official seal at Miami, Miami-Dade County, Florida, the year and day aforesaid.


NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My Commission expires:



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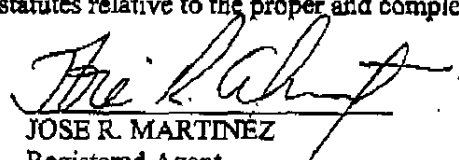
**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OF DOMICILE FOR THE SERVICE OF PROCESS
WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

FIRST: That PLANTS & BEYOND, INC. desiring to organize or qualify under the laws of the State of Florida with its principal place of business being 12231 SW 10th Terrace, Miami, Florida 33184, has named JOSE R. MARTINEZ of 12231 SW 10th Terrace, Miami, Florida 33184, as its agent to accept service of process within Florida.


JOSE R. MARTINEZ

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


JOSE R. MARTINEZ
Registered Agent

Dated: 4/22/09

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