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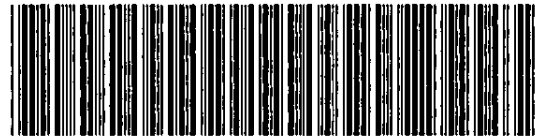
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*Amended And
Restated Pet*

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JAN 02 2013

T. ROBERTS

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December 20, 2012

Via Federal Express

Department of State
Division of Corporations
2661 Executive Center Circle, West
Koger Center – Clifton Building
Tallahassee, Florida 32301

Re: Amended and Restated Articles of Incorporation of Blair Nurseries, Inc.
A Florida Corporation

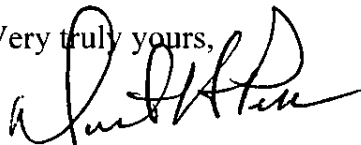
Dear Madam/Sir:

Enclosed for filing are an original and one copy of Amended and Restated Articles of Incorporation of Blair Nurseries, Inc., a Florida corporation. Also enclosed is our firm's check for \$78.75 to cover the following fees:

Filing Fees	\$	35.00
Certified Copy		8.75
Total Fees	\$	43.75

Please file the original Amended and Restated Articles of Incorporation and forward a certified copy to our offices.

Very truly yours,



David H. Peek

DHP/bkb
Enclosures



FILED
12 DEC 26 AM 9:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
BLAIR NURSERIES, INC.**

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, filed Articles of Incorporation with the State of Florida on July 15, 1994, adopts the following Amended and Restated Articles of Incorporation.

**ARTICLE I
Name and Place of Business**

Section 1.1 Name and Place of Business. The name of this corporation is BLAIR NURSERIES, INC., with its principal place of business at Highway 121 South, MacClenny, Florida, 32083.

**ARTICLE II
Duration**

Section 2.1 Duration. This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

**ARTICLE III
Purposes**

Section 3.1 Purposes. This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

Capital Stock

Section 4.1 Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 500,000 shares of voting common stock, par value of \$.01 per share, and 500,000 shares of non-voting common stock, par value of \$.01 per share. In all other respects, the shares shall be identical.

Section 4.2 Restrictions on Transfer of Stock. The shareholders may, by agreement or bylaw provision, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as is deemed necessary.

Section 4.3 Pre-emptive Rights. Each shareholder shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may, from time to time, be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he or she holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares pre-empted within thirty days of receiving notice in writing from the corporation, stating the prices, terms and conditions of the new issue of shares, and inviting the shareholder to exercise his or her pre-emptive rights. This right may also be waived by written waiver submitted by the shareholder to the corporation within thirty days of receiving said notice from the corporation.

Section 4.4 Issuance of Stock. No capital stock of this corporation shall be issued without the unanimous written consent of the directors, with such consent stating the price and terms to be paid for such stock.

ARTICLE V

Registered Office and Agent

Section 5.1 Name and Address. The street address of the registered office of this corporation is 50 North Laura Street, Suite 2600, Jacksonville, Florida, 32202, and the name of the registered agent of this corporation at that address is David H. Peek.

ARTICLE VI
Directors

Section 6.1 Number. This corporation shall have one (1) director. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one, or more than ten.

Section 6.2 Directors. The name and street address of the sole director of this corporation is:

<u>Name</u>	<u>Address</u>
Charles O. Chupp	PO Box 40606 Jacksonville, FL 32203-0606

Section 6.3 Indemnification. The corporation shall indemnify directors and officers to the full extent permitted by law.

ARTICLE VII
Bylaws

Section 7.1 Bylaws. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the board of directors.

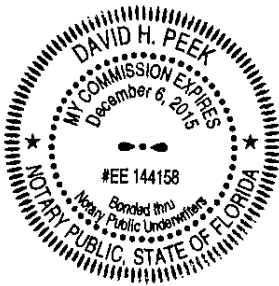
IN WITNESS WHEREOF, these Amended and Restated Articles of Incorporation have been executed the 20th day of December, 2012.



CHARLES O. CHUPP

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 20 day of December, 2012, by CHARLES O. CHUPP, who is personally known to me or has produced the identification referenced below and who did not take an oath.



Print: _____

Notary Public, State and County Aforesaid
Commission No. _____

My Commission Expires: _____
Personally Known

Type of Identification

CERTIFICATE OF AUTHORIZATION

The undersigned, CHARLES O. CHUPP, Secretary and President of BLAIR NURSERIES, INC., a Florida corporation, hereby acknowledges that an amendment and restatement to the Articles of Incorporation of Blair Nurseries, Inc., was adopted by a majority vote of the shareholders and by unanimous vote of the Board of Directors on December 19, 2012.

Dated: December 19, 2012

A handwritten signature in black ink, consisting of several overlapping horizontal strokes followed by a sharp upward hook.

Charles O. Chupp
President and Secretary