

ARTICLES OF INCORPORATION
OF
C & S SOUTHERN ORNAMENTALS, INC.

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FILED
TALLAHASSEE, FLORIDA

ARTICLE I
NAME

The name of this Corporation is C & S Southern Ornamentals, Inc.

ARTICLE II
DURATION

This Corporation shall have perpetual existence. The effective date of this Corporation shall be the date of filing of these Articles.

ARTICLE III
PURPOSE

The general purposes for which the Corporation is organized are the following:

- A. To engage in and transact any lawful business for which profit corporations may be incorporated under the Florida General Corporation Act. No other purpose limits the general purpose in any way.
- B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

ARTICLE IV
SHARES

The aggregate number of shares which the Corporation is authorized to issue is one hundred (100) shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The mailing address of the Corporation is c/o Stephen J. Warden, 1101 North Congress Avenue, Suite 204, Boynton Beach,

Florida 33426. The street address of its initial Registered Office is 1101 North Congress Avenue, Suite 204, Boynton Beach, Florida 33426, and the name of its initial Registered Agent at such address is Stephen J. Warden.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This Corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one. The name and address of the initial director of this Corporation is:

<u>Name</u>	<u>Address</u>
Stephen J. Warden	1101 North Congress Avenue Suite 204 Boynton Beach, Florida 33426

ARTICLE VII

INCORPORATORS

The name and address of the person signing these Articles is:

<u>Name</u>	<u>Address</u>
Stephen Warden, President	1101 North Congress Avenue Suite 204 Boynton Beach, Florida 33426

ARTICLE XIII
INDEMNIFICATION

The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law.

ARTICLE IX

INITIAL OFFICERS

The names, offices and street addresses of the first officers of this Corporation, who shall hold office for the first year of the Corporation's existence or until their successors are elected and shall have qualified, are the following:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
Stephen J. Warden	President, Vice-President, Treasurer	1101 North Congress Avenue Suite 204 Boynton Beach, FL 33426

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation this ___ day of December, 1994.



Stephen J. Warden, President

FILED
96 JUN -3 11 12
TALLAHASSEE, FLORIDA

ACCEPTANCE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE
OF C & S SOUTHERN ORNAMENTALS, INC.

I, the undersigned person, having been named as Registered Agent and to accept service of process for the above-stated Corporation at the place designated in this statement, hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.


Stephen J. Warden, Registered Agent