

P9500000 3887

WALTER E. AYE

WALTER EDWARDS AYE
PROFESSIONAL ASSOCIATION
810 WEST AZEELE
TAMPA FLORIDA 33606

PHONE 813-221-2112
FAX 813-264-4709

January 11, 1995

Division of Corporations
SECRETARY OF STATE
409 E. Gaines Street
Tallahassee, FL 32399

400001378524
-01/12/95--01087--013
****122.50 ****122.50

VIA AIRBORNE EXPRESS

Re: LIVING PLANTS, INC.

Dear Sir/Madam:

Enclosed please find Articles of Incorporation for State Farm Sara Wood Agency, Inc. along with our draft for \$122.50 for the filing fees. Please issue a Charter for State Farm Wood Agency, Inc.

Thank you very much for your cooperation.

Sincerely,
Walter Edwards Aye
Professional Association

By: *[Signature]*
Walter E. Aye, Esquire
Signed in his absence to
add only

WEA:dyb
Enclosures (2)
cc: Ms. Sara Wood

*Per Diana
Add principal address.*

*WHA
1-17-95*

FILED
95 JAN 12 PM 12:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
STATE FARM SARA WOOD AGENCY, INC.

FILED
95 JAN 12 PM 12:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby executes and acknowledges these Articles of Incorporation to form a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I
NAME

The name of this corporation shall be:

State Farm Sara Wood Agency, Inc.

ARTICLE II
BUSINESS AND PURPOSES

The general purposes for which this corporation is organized is to conduct any and all business activities permitted under the laws of the State of Florida.

ARTICLE III
CAPITAL STOCK

The aggregate number of shares of capital stock authorized to be issued by this corporation shall be 1,000 shares of common stock with a par value of \$1.00 per share.

ARTICLE IV
EXISTENCE OF CORPORATION

This corporation shall have perpetual existence.

ARTICLE V
REGISTERED OFFICE AND REGISTERED AGENT

The initial registered office of this corporation shall be located at 610 W. Azeele Street, Tampa, FL 33606 and the initial registered agent of this corporation at such office shall be Walter E. Aye.

ARTICLE VI
INITIAL BOARD OF DIRECTORS

The Initial Board of Directors shall consist of one member, such member to hold office until his successors have been duly elected and qualified. The name and address of the initial director is:

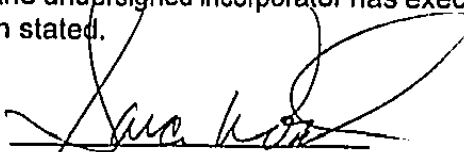
Sara Wood
1346 So. Ft. Harrison
Clearwater FL 34616

ARTICLE VII
INCORPORATOR

The name and street address of the incorporator making these Articles of Incorporation is: Sara Wood

1346 So. Ft. Harrison
Clearwater FL 34616.

This is also the principal place of business.
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles for the uses and purposes therein stated.


Sara Wood

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, on this 11th day of January, 1995, personally appeared Sara Wood to me well known to be the person described in and who signed the foregoing Articles of Incorporation, and acknowledged to me that she executed the same freely and voluntarily, for the uses and purposes therein expressed.

WITNESS my hand and official seal the date aforesaid.


NOTARY PUBLIC

My Commission Expires:



OFFICIAL SEAL
DIANA Y. BAKER
My Commission Expires
July 9, 1996
Comm. No. CC 213666

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

I, WALTER E. AYE, having been named as registered agent to accept service of process for the above-named corporation, at the registered office designated in the Articles of Incorporation, hereby agree and consent to act in that capacity.


Walter E. Aye

FILED
95 JAN 12 PM 12:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P95000003887

WALTER E. AYE

LAW OFFICES OF
WALTER EDWARDS AYE
PROFESSIONAL ASSOCIATION
610 W. AZEELE
TAMPA, FLORIDA 33606

PHONE 813-221-2112
FAX 813-254-4700

June 16, 1995

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FILED
95 JUL 13 AM 9:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Sara Wood State Farm Agency, Inc.

Dear Sir/Madam:

Enclosed is an Amendment to the Articles of Incorporation of State Farm Sara Wood Agency, Inc. changing the name of the corporation to STATE FARM SARA AYE AGENCY, INC.

Also enclosed is a check in the amount of \$35.00 covering the filing fee.

Thank you for your assistance in this matter.

Sincerely,
Walter Edwards Aye
Professional Association

600001536906
-07/13/95--01056--007
*****35.00 *****35.00

By: 
Walter E. Aye, Esquire

WEA:kym
Enc. (2)
Amendment
Check

NC
KAC
7/19

AMENDMENT TO THE ARTICLES OF INCORPORATION
OF
STATE FARM SARA WOOD AGENCY, INC.

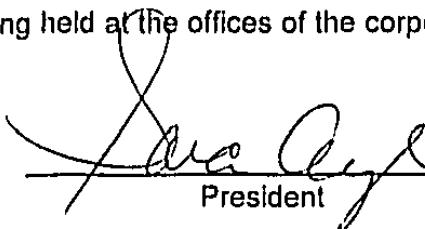
The Board of Directors and Shareholders, a sufficient number of shares for approval of amendment having been represented by shareholders entitled to vote, met in session which was properly noticed or waived in writing. The Board of Directors recommended to the Shareholders a resolution to effect a change of name for the corporation pursuant to Fla. Stat. sec. 607.1003. The resolution was adopted as follows:

The provisions of Article I of the Articles of Incorporation of State Farm Sara Wood Agency, Inc. are deleted in their entirety and the following are substituted therefor:

Article I

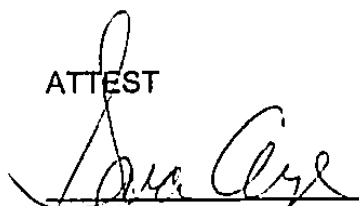
The name of this corporation shall be: STATE FARM SARA AYE AGENCY, INC.

The foregoing was effected at a meeting held at the offices of the corporation on May 20, 1995.



President

ATTEST



Secretary

FILED
95 JUL 13 AM 9:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA