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TRANSMITTED LETTER FEB 14 PM 1:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

SUBJECT: DOC HOADLEY'S CUT FLOWER FOOD, INC.
(proposed corporate name)

Enclosed please find an original and one (1) copy of the articles of incorporation for the above corporation and check in the amount of \$ 70.00 .

FROM: Lawrence L. Carnes
Name 315 South Calhoun Suite 716
Address Tallahassee, Florida 32301
City, State, & Zip (904) 681-0875
Telephone Number

RECORDED
55 FEB 14 PM 12:58
DIVISION OF CORPORATIONS

Pick-up.
2-15-95
9:00

2/14/95
TL

Note: Additional copy of articles is needed only when certified copy is requested.

ARTICLES OF INCORPORATION

OF

DOC HOADLEY'S CUT FLOWER FOOD, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

DOC HOADLEY'S CUT FLOWER FOOD, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1632 Metropolitan Circle, Suite B
Tallahassee, Fl. 32308

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

5,000 shares of common stock having a par value of one cent (\$0.01) per share.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

LAWRENCE L. CARNES
ATTORNEY AT LAW
BARNETT BANK BUILDING
315 SOUTH CALHOUN STREET SUITE 716
TALLAHASSEE, FLORIDA 32301

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TALLAHASSEE, FLORIDA

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

BRENT HOADLEY
RT. 1, BOX 166-A
LAMONT, FLORIDA 32336

C. Rod Presnell
1632 Metropolitan Circle, Suite B
Tallahassee, Fl. 32308

The undersigned has(have) executed these Articles of Incorporation this

3rd day of JANUARY, 19 95.

Brent Hoadley / INCORPORATOR
Signature/Title

C. Rod Presnell / INCORPORATOR
Signature/Title

Signature/Title

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: DOC HOADLEY'S CUT FLOWER FOOD, INC.

2. The name and address of the registered agent and office is:

Lawrence L. Carnes

(NAME)

315 South Calhoun Suite 716

(P.O. BOX NOT ACCEPTABLE)

Tallahassee, Florida 32301

(CITY/STATE/ZIP)

SIGNATURE

Brant Hoadley
(corporate officer)

TITLE

Incorporator

DATE

1/31/95

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I 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.

SIGNATURE

Lawrence L. Carnes

DATE

1-31-95

REGISTERED AGENT FILING FEE: \$35.00