

**P950000 44939**

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GILLIN H. POWELL, SR.  
GILLIN H. POWELL, JR.  
AVA MUNAN POWELL  
DIXIE DAN POWELL  
LACEY C. POWELL

IN REPLY ADDRESS FIRM AT  
**Crestview**

June 1, 1995

\*TEXAS MAIL ALSO

Secretary of State  
Department of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

500001505025  
-06/02/95--01057--008  
\*\*\*\*\*122.50 \*\*\*\*\*122.50

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation of Stockyard Nursery, Inc., as well as check number 553 in the amount of \$122.50, for the recording fee. Please record this new Florida corporation accordingly.

Thank you for your cooperation and assistance in this matter. If you have any questions on this matter, please contact this firm at your convenience.

Very truly yours,

*Lacey C. Powell*

**LACEY C. POWELL**

LCP:lp  
Enc.  
cc: Mr. Howard Mitchell

*Per Gungler:  
Correct Article 8.*

NANCY HENDRICKS JUN 1 2 1995

**ARTICLES OF INCORPORATION  
OF  
STOCKYARD NURSERY, INC.**

FILED  
95 JUL -2 11 12 25  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation for profit under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

**ARTICLE I.**

**NAME:** The name of this corporation is **STOCKYARD NURSERY, INC.** and the principal place of business shall be at 5056 John Melvin Road, Holt, Florida 32564

**ARTICLE II.**

**DURATION:** The corporation shall exist perpetually.

**ARTICLE III.**

**PURPOSE:** The purpose or purposes for which this corporation is organized is to engage in any activity or business permitted under the laws of the United States and the State of Florida. This shall be a general purpose corporation. Its goals and purposes shall be determined by its directors. The corporation may hire such employees as may be necessary or desirable to accomplish its purposes, and may hold such licenses as are necessary or convenient for corporate purposes. Additionally, the corporation shall be entitled to enter into contracts of every nature to own real or personal property, to borrow money, and to do all other things necessary or convenient to corporate purposes, and to do all things authorized by the State of Florida.

**ARTICLE IV.**

**CAPITAL STOCK:** The amount of capital stock authorized by the

corporation shall be one hundred (100) shares of common stock with a par value of ten (\$5.00) Dollars per share. The whole or any part of the capital stock of this corporation shall be payable in cash, or in property, labor or services, at a just valuation to be fixed by the Board of Directors.

**ARTICLE V.**

**INITIAL CAPITAL:** The amount of capital stock with which this corporation shall begin business shall not be less than One Thousand Dollars (\$1,000.00).

**ARTICLE VI.**

**SHAREHOLDER'S RIGHTS:** Except as otherwise provided by law, the entire voting power of the election of directors and for all other purposes, shall be vested exclusively in the holders of the outstanding common shares.

**ARTICLE VII.**

**PREEMPTIVE RIGHTS:** Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as maybe done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VIII.**

**INITIAL REGISTERED OFFICE:** <sup>Principal</sup> The street address of the initial <sup>Principal</sup> registered office of this corporation in the State of Florida is 5056 John Melvin Road, Holt, Florida 32564 The Board of Directors may, from time to time, move the principal office to any other address in Florida.

**ARTICLE IX.**

**INITIAL REGISTERED AGENT:** The initial registered agent of this corporation is **LACEY C. POWELL**, 422 North Main Street, Crestview, Florida 32536.

**ARTICLE X.**

**INITIAL DIRECTORS AND OFFICERS:** This corporation shall have one (1) Director initially. The number of Directors may be increased or decreased from time to time by the By-Laws. The names and addresses of the initial Directors and Officers are as follows:

<b><u>NAME:</u></b>	<b><u>ADDRESS:</u></b>	<b><u>OFFICE:</u></b>
Howard Mitchell	5056 John Melvin Road Holt, Florida 32564	President/Sec./ Treas./Director

**ARTICLE XI.**

**INCORPORATION:** The name and address of the Incorporator signing these Articles of Incorporation is **HOWARD MITCHELL**, 5056 John Melvin Road, Holt, Florida 32564.

**ARTICLE XII.**

**CUMULATIVE VOTING:** At each election for directors, every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principal among any number of such candidates.

**ARTICLE XIII.**

**AMENDMENTS:** These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders and

approved at shareholders' meetings by a majority of the shareholders entitled to vote thereon.

  
HOWARD MITCHELL

STATE OF FLORIDA  
COUNTY OF OKALOOSA

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgments, personally appeared **HOWARD MITCHELL**, to me known to be the person who executed the foregoing Articles of Incorporation and acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County and State aforesaid this the 1<sup>st</sup> day of June, 1995.

  
Notary Public  
My Commission Expires:

NOTARY PUBLIC  
LYLA PEACOCK  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION EXPIRES 06/30/96

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

FILED  
55 JUN -2 AM 10  
TAMPA FLORIDA

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

FIRST that **STOCKYARD NURSERY, INC.**, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 5056 John Melvin Road, Holt, Florida 32564, has named **LACEY C. POWELL**, located at 422 North Main Street, Crestview, Florida 32536, as its agent to accept service of process within Florida.

Dated this 1 day of June, 1995.

  
**HOWARD MITCHELL**

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above corporation, at the place designated in this certificate, I, **LACEY C. POWELL**, hereby accepts to act in this capacity and agrees to comply with the provisions of all statutes relative to the proper performance of my duties.

  
**LACEY C. POWELL**