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REFERENCE : 345556 4323852

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : April 28, 1997

ORDER TIME : 10:21 AM

ORDER NO. : 345556-005

CUSTOMER NO: 4323852

CUSTOMER: Mary Fendle, Legal Assistant  
DEAN MEAD EGERTON BLOODWORTH  
CAPOUANO & BOZARTH, P.A.  
Suite 1500  
800 North Magnolia Avenue  
Orlando, FL 32803

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-04/28/97--01041--014  
\*\*\*\*122.50 \*\*\*\*122.50

DOMESTIC FILING

NAME: EVERGROW CORPORATION

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: W. Charles Earnest

EXAMINER'S INITIALS:

TALLAHASSEE FLORIDA  
97 APR 29 PM 1:41

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TALLAHASSEE FLORIDA

(4)

ARTICLES OF INCORPORATION

OF

EVERGROW CORPORATION

97 APR 28 PM 1:41  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of this Corporation pursuant to Chapter 607 of the Florida Statutes, hereby forms a corporation for profit under the laws of the State of Florida and adopts the following Articles of Incorporation for such Corporation:

ARTICLE I - NAME OF CORPORATION

The name of this Corporation shall be Evergrow Corporation.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and the initial mailing address of the Corporation, shall be located at 12457 South Orange Blossom Trail, Orlando, Florida 32837.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of capital stock that this Corporation is authorized to issue and have outstanding at any one time is one thousand (1,000) shares of common stock having a par value of one dollar (\$1.00) per share.

ARTICLE IV - INITIAL REGISTERED OFFICE

AND REGISTERED AGENT

The initial street address of the registered office of this Corporation in the State of Florida shall be 12457 South Orange Blossom Trail, Orlando, Florida 32837. The Board of Directors may from time to time move the registered office to any other address in Florida. The name of the initial registered agent of this Corporation at that address is

Stephen W. Warris. The Board of Directors may from time to time designate a new registered agent.

#### ARTICLE V - INCORPORATOR

The name and address of the incorporator of this Corporation are:

<u>Name</u>	<u>Address</u>
Stephen W. Warris	12457 S. Orange Blossom Trail Orlando, Florida 32837

#### ARTICLE VI - INITIAL BOARD OF DIRECTORS

- A. The initial number of directors of this Corporation shall be one (1).
- B. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of this Corporation, but shall never be less than one (1).
- C. The name and address of the initial member of the Board of Directors, who shall hold office for the first year of existence of this Corporation or until his successor is elected or appointed and has qualified, are:

<u>Name</u>	<u>Address</u>
Stephen W. Warris	12457 S. Orange Blossom Trail Orlando, Florida 32837

#### ARTICLE VII - PURPOSE

The general purpose for which this Corporation is organized shall be to conduct and transact any and all lawful business authorized or not prohibited by Chapter 607 of the Florida Statutes, as the same may be from time to time amended.

ARTICLE VIII - DATE OF EXISTENCE

This Corporation shall exist perpetually, commencing on the date of filing of these Articles of Incorporation.

ARTICLE IX - INDEMNIFICATION

This Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Orlando, Florida this 24 day of April, 1997.

  
\_\_\_\_\_  
Stephen W. Warris

Having been named as registered agent for the above mentioned Corporation, at the place designated in the foregoing Articles of Incorporation, I hereby accept such designation and agree to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent. I am familiar with, and accept the duties and obligations of, Section 607.0505 of the Florida Statutes.

Signature:   
\_\_\_\_\_  
Stephen W. Warris

Date: 4/24/97