

P97000073638

J. MARVIN GUTHRIE, P. A.

ATTORNEY AT LAW

SUITE 101 THOMPSON EXECUTIVE CENTER

1230 MYRTLE AVENUE SOUTH

CLEARWATER, FLORIDA 34616

J. MARVIN GUTHRIE
BOARD CERTIFIED IN TAXATION

TELEPHONE
(813) 440-1600
FAX
(813) 449-0081

August 22, 1997

Corporate Records Bureau
Division of Corporations
Department of State
409 E. Gaines Street
Tallahassee, FL 32301

900002275889--1
-08/25/97--01056--017
****122.50 ****122.50

Re: The Garden Group, Inc.

Dear Sir or Madam:

Enclosed herewith for filing are the Articles of Incorporation and designation of Registered Agent for the above-referenced corporation. This corporation shall begin existence on August 22, 1997.

Also enclosed is this firm's check made payable to your order in the amount of \$122.50 to cover the following:

Filing Fee	\$ 35.00
Registered Agent Fee	35.00
Certified Copy	<u>52.50</u>
	\$122.50

EFFECTIVE DATE
8-22-97

We would appreciate your forwarding the certified copy of the Articles to this office.

Very truly yours,

J. Marvin Guthrie

JMG:scd
Enclosures
cc: Paul M. McMullen

FILED
97 AUG 25 PM 4:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
THE GARDEN GROUP, INC.

FILED

97 AUG 25 PM 4:09

SOUTH FLORIDA
TALLAHASSEE, FLORIDA

I.

EFFECTIVE DATE

8-22-97

NAME.

The name of this corporation shall be THE GARDEN GROUP, INC., and the initial principal office and mailing address of the corporation shall be 11965 49th Street North, Clearwater, FL 34622.

II.

PURPOSE

This corporation is organized to engage in any activity of business permitted under the laws of the United States or of this State.

III.

TERM OF EXISTENCE

This corporation shall begin existence on August 22, 1997, and shall exist perpetually unless dissolved according to law.

IV.

CAPITAL STOCK

This corporation is authorized to issue ten thousand (10,000) shares of \$1.00 par value.

V.

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1230 S. Myrtle Avenue, Suite 101, Clearwater, FL 33756 and the name of the initial registered agent of this corporation at that address is J. Marvin Guthrie.

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:

Paul M. McMullen	11965 49th Street North Clearwater, FL 34622
------------------	---

VII.

INCORPORATOR

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

J. Marvin Guthrie	1230 S. Myrtle Ave. #101 Clearwater, FL 33756
-------------------	--

J. MARVIN GUTHRIE,
P. A.
ATTORNEY AT LAW
1230 MYRTLE AVENUE SOUTH
SUITE 101
CLEARWATER, FLORIDA 33756
(813) 440-1600

VIII.

INDEMNIFICATION

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

IX.

AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 22nd day of August, A.D. 1997.

J. Marvin Guthrie
J. Marvin Guthrie

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, a Notary Public authorized to take acknowledgments in the County and State aforesaid, personally appeared J. MARVIN GUTHRIE, to me known to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid, this _____ day of _____, A.D. 1997.

(signature)

(printed name)

NOTARY PUBLIC
My Commission Expires:

J. MARVIN GUTHRIE,
P. A.
ATTORNEY AT LAW
1230 MYRTLE AVENUE SOUTH
SUITE 101
CLEARWATER, FLORIDA 33760
(813) 440-1600

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

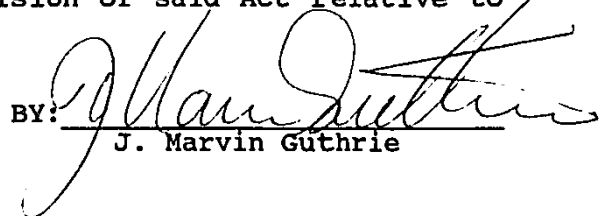
In pursuance of Chapter 48.091, Florida Statutes, the
following is submitted, in compliance with said Act:

First -- That THE GARDEN GROUP, INC. desiring to organize
under the laws of the State of Florida with its principal
office, as indicated in the Articles of Incorporation at City
of Clearwater, Florida, County of Pinellas, State of Florida,
has named J. Marvin Guthrie, 1230 S. Myrtle Ave. #101,
Clearwater, Florida 33756, County of Pinellas, State of
Florida, as its agent to accept service of process within this
state.

ACKNOWLEDGMENT: (Must be signed by Designated Agent)

Having been named to accept service of process for the
above stated corporation, at place designated in this
certificate, I hereby accept to act in this capacity, and
agree to comply with the provision of said Act relative to
keeping open said office.

BY:


J. Marvin Guthrie

FILED
97 AUG 25 PM 4:10
TALLAHASSEE, FLORIDA