

P98000022547

Wendy G. Moss
Requestor's Name

P.O. Box 526
Address 997-1888

Monticello, FL 32345
City/State/Zip Phone #

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Weed Enterprises, Inc.
(Corporation Name) (Document #)
2. _____
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(Corporation Name) (Document #)

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<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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DIVISION OF CORPORATIONS
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P. Hall
MAR 10 1998

Examiner's Initials	
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ARTICLES OF INCORPORATION
OF
WEED ENTERPRISES, INC.

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TALLAHASSEE, FLORIDA

The undersigned Incorporators hereby file these Articles of Incorporation in order to form a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation shall be WEED ENTERPRISES, INC.

ARTICLE II - PURPOSE

The general nature of the business and the objects and purposes proposed to be transacted and carried on, are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might or could do, viz:

Any and all lawful business.

ARTICLE III - SHARES OF STOCK

The maximum number of shares which this corporation shall be authorized to issue and have outstanding at one time shall be limited to 1,000 shares of common stock, having a par value of \$1.00 per share. All stock issued shall be qualified according to Section 1244 of the Internal Revenue Code.

ARTICLE IV

The corporation shall begin business with a paid-in capital of not less than \$10,000.00.

ARTICLE V - DURATION

This corporation shall have perpetual existence, unless



sooner voluntarily dissolved according to law.

ARTICLE VI - REGISTERED OFFICE AND AGENT

The principal office of this corporation shall be located at Route 4, Box 59, Tallahassee, Florida 32303, or at such other place as may from time to time be fixed by the Board of Directors. The initial registered agent of the corporation is C. Luther Pickels, C.P.A. at 485 N. Jefferson Street, Monticello, Florida 32344.

ARTICLE VII - DIRECTORS AND OFFICERS

The number of directors of this corporation shall be one director or more, to be fixed by resolution of the stockholders of this corporation at their annual meeting prior to the election of directors. They shall be elected by a majority of the stock present and participating in the annual meetings of the corporation to be held as prescribed by the By-Laws and shall hold office after their election for the ensuing year and until their successors are duly elected and qualified.

The original By-Laws of this corporation shall be made, prepared and adopted by the Board of Directors of this corporation by a majority vote thereof. Thereafter, the said By-Laws may be amended by the Board of Directors at any regular meeting of the board or at any special meeting for which such amendment is one of the purposes for which the meeting is called by a majority of the directors present. The Board of Directors shall have full power to specify the rules and conditions under which stock certificates shall be issued and under which lost or destroyed certificates shall be replaced. The Board of Directors shall also have the power from time to time to direct and determine the use and disposition of any net profit or earned surplus of the corporation (in excess of

the capital paid in); and the corporation may, by and through its Board of Directors, purchase, sell and trade in the bonds or other obligations of this corporation or in the shares of this capital stock; but if shares of the corporation's capital stock have been purchased and subsequently there is a reduction, in the manner provided by law, of the corporation's capital stock, then, to the extent that such shares are not reissued at the time of the reduction, they shall be deemed retired in any amount not exceeding the amount of the reduction, and shall not be reissued, except as provided by law.

The Board of Directors shall elect the officers of this corporation, who shall consist of the President, who shall be a director, a Secretary and, in the discretion of the Board, one or more Vice Presidents, one or more Assistant Secretaries, Treasurer, and one Assistant Treasurer, and such other and further officers as may be provided by resolution of the Board of Directors. Any person may hold two or more offices, except that the President shall not be also a Secretary or Assistant Secretary of this corporation. All officers, unless elected to fill a vacancy, shall hold office after their election for the ensuing year and until their respective successors are duly elected and qualified, unless it is provided by the By-Laws that they shall hold office at the pleasure of the Board of Directors. The duties of all officers elected by the Board of Directors shall be prescribed by the By-Laws or by resolution of the Board of Directors.

No contract or other transaction between the corporation and any other corporation shall be affected or invalidated by the

fact that one or more of the directors of this corporation is, or are interested in, or is a director or officer, or are directors or officers of such other corporation, and any director or directors, individually or jointly, may be a party or parties to or interested in any contract, or transaction of this corporation, or in which this corporation is interested; and no contract, act or transaction of this corporation with any person or persons, firms or corporations shall be affected or invalidated by the fact that any director or directors of this corporation is a party, or are parties, to or interested in such contract, act or transaction, or in any way connected with such person or persons, firms or associations, and each and every person who may become a director of this corporation is hereby relieved from any liability that might otherwise exist from contracting with the corporation for the benefit of himself/herself or any firm or corporation to which he may be in anywise indebted.

ARTICLE VIII - INITIAL DIRECTORS

The names and post office addresses of the first Board of Directors, who shall hold office until their successors are elected or appointed and have qualified, are as follows:

Wendy G. Moss - P. O. Box 526, Monticello, Florida 32345

Edward R. Hughes - Route 4, Box 4857, Monticello, Florida 32344

ARTICLE IX - INDEMNIFICATION OF OFFICERS

This corporation shall have the power to indemnify its officers, employees or agents to the full extent provided by Section 607.014, Florida Statutes or other provisions of Florida law as they may exist from time to time.

ARTICLE X - INCORPORATORS

The names and addresses of the incorporators of this corporation are:

Wendy G. Moss
Post Office Box 526
Monticello, Florida 32345

Edward R. Hughes
Route 4, Box 4857
Monticello, Florida 32344

ARTICLE XI - CUMULATIVE VOTING AND PREEMPTIVE RIGHTS

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

Every shareholder, upon the issuance 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/her pro rata share at the price at which it is offered to others.

ARTICLE XII - LOANS TO EMPLOYEES AND OFFICERS AND GUARANTY OF OBLIGATIONS OF EMPLOYEES AND OFFICERS

The corporation may lend money to, guarantee any obligation of, or otherwise assist any officer or other employee of the corporation including any officer who is a director of the corporation including any officer who is a director of the corporation, whenever, in the judgment of the board of directors, such loan, guaranty, or assistance may reasonably be expected to benefit the corporation. The loan, guaranty, or other assistance may be with or without interest and may be unsecured or secured in such a manner as the board

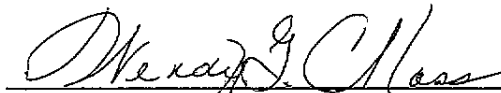
of directors shall approve, including, without limitation, a pledge of shares of stock of the corporation.

IN WITNESS WHEREOF, the incorporators have set their hands and seals on this 10th day of March 1998.

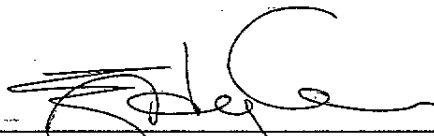
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



WENDY G. MOSS
M200-887-49-510



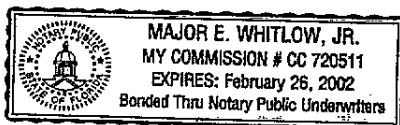
EDWARD R. HUGHES
H220-236-43-409

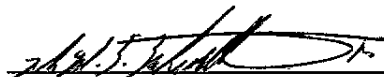
STATE OF FLORIDA

COUNTY OF LEON

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State and County above to take acknowledgements, personally appeared WENDY G. MOSS and EDWARD R. HUGHES, to me known to be the persons described as the incorporators herein, and who executed the foregoing Articles of Incorporation.


WITNESS my hand and official seal in the County and State last aforesaid, this 10 day of March, 1998.




NOTARY PUBLIC
State of Florida at Large
My Commission Expires:

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

The undersigned, having been designated as Registered Agent of Weed Enterprises, Inc., in its Articles of Incorporation, hereby accepts such designation and agrees to comply with the provisions of F.S. 48.091, relative to keeping the corporation's registered office open.



Registered Agent