

P98000030137

DELANN NURSERY BROKERS, INC.

8910 SW 142 Avenue, Suite 612, Miami, Florida 33186 • (305) 387-8511

March 20, 1998

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-03/30/98--01101--002
***122.50 ***122.50

ATTENTION: NEW FILINGS SECTION

Dear Corporate Specialist:

Enclosed you will find our articles of incorporation and designation of registered agent along with your required filing fee of \$122.50. If you have any questions, please contact me at the above address.

Very truly yours,



Sherrie Taylor

FILED
98 MAR 30 AM 8:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

QN 4-2-98

**ARTICLES OF INCORPORATION
OF
DELANN NURSERY BROKERS, INC.**

FILED
98 MAR 30 AM 8:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as the incorporator of this Corporation under the provisions of Chapter 607 of the Florida Statutes, as amended, adopts the following Articles of Incorporation:

ARTICLE I: NAME OF CORPORATION

The name of the corporation is DELANN NURSERY BROKERS, INC.

ARTICLE II: MAILING ADDRESS OF THE CORPORATION

The mailing address of the Corporation is at 8910 SW 142 Avenue, Suite 612, Miami, Florida 33186.

ARTICLE III: DURATION OF THE CORPORATION

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

ARTICLE IV: PURPOSE OF THE CORPORATION

The purposes of the Corporation is organized to engage in any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as amended.

ARTICLE V: AUTHORIZED SHARES

The Corporation is authorized to issue One Thousand (1000) shares of common stock with a par value of \$1.00 per share. All stock shall be of one class.

ARTICLE VI: PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights. Every shareholder, upon the sale for cash of any new or reissued stock of this Corporation, shall have the right to purchase his prorata share thereof at the price at which it is offered to others.

ARTICLE VII: INITIAL REGISTERED OFFICE AND REGISTERED AGENT

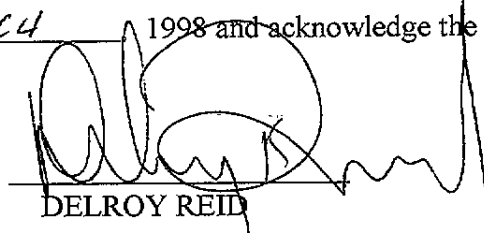
The street address of the Corporation's initial registered office is 8910 SW 142 Avenue, Suite 612, Miami, Florida 33186 and the name of the registered agent at that office is Delroy Reid.

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) director constituting as the initial Board of Director(s). The name and address of the initial Board of Directors of the Corporation are:

Delroy Reid
8910 SW 142 Avenue
Suite 612
Miami, Florida 33186

IN WITNESS WHEREOF, I, the undersigned incorporator have signed these Articles of Incorporation on this 18TH day of MARCH 1998 and acknowledge the same to be my act.

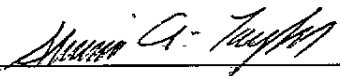

DELROY REID

STATE OF FLORIDA)
)SS:
COUNTY OF DADE)

I HEREBY CERTIFY that on this 18TH day of MARCH, 1998 before me, an officer duly authorized, personally appeared, DELROY REID, to me personally known and known to be the

persons described in and who executed the foregoing instrument, and they acknowledged before me that they executed the same.

WITNESS my hand and official seal in the County and State aforesaid this the day and year above written.



NOTARY PUBLIC, State of Florida at Large



(Seal)

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 the said Act:

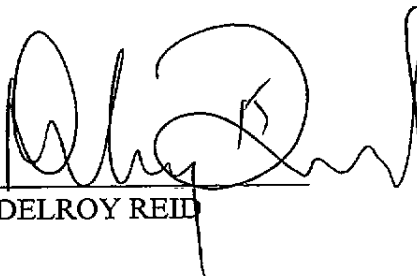
First--Delann Nursery Brokers, Inc. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Miami, County of Dade, State of Florida, has named Delroy Reid located at 8910 SW 142 Avenue, Suite 612, County of Dade, State of Florida, as its agent to accept service of process within this state.

-Acceptance of Agent-

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the

provisions of said Act relative to keeping open said office.

By: 
DELROY REID

FILED
98 MAR 30 AM 8:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA