

P98000046926

Cecil Reid
4275 Hinson Avenue
Haines City, FL 33844

DEPARTMENT OF STATE
DIVISIONS OF CORPORATIONS
Post Office Box 6327
Tallahassee, FL 32314
(904) 488-9000

April 30, 1998

700002510417--8
-05/05/98 -01023--001
****122.50 ****122.50

Dear Sirs:

Please find enclosed a check in the amount off \$122.50, to cover all the costs to set up my new corporation. I have enclosed two (2) original copies of my Articles of Incorporation as requested and required, and a check to be applied to the Incorporation fees as broken down below:

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

\$122.50 Total Amount Due

I thank you in advance for your assistance in completing my corporate paperwork. Should you require any further information please feel free to contact me, I have listed my phone number below:

Cecil Reid
(941) 422-5735

Sincerely,


Cecil Reid

enc. (2) Originals of Corporate Papers
Check No. 1814

RECEIVED
AND
FILED
98 MAY 26 AM 7:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK MAY 27 1998

W98-10383



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 7, 1998

CECIL REID
4275 HINSON AVENUE
HAINES CITY, FL 33844

SUBJECT: CECIL'S NURSERY, INC.
Ref. Number: W98000010383

We have received your document for CECIL'S NURSERY, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6925.

Barbara Brock
Document Specialist

Letter Number: 398A00025370

**ARTICLES OF INCORPORATION
FOR
CECIL'S NURSERY, INC.**

98 MAY 26 AM 7:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

**ARTICLE I
NAME AND ADDRESS**

The name of the corporation is: *Cecil's Nursery, Inc..*
4275 Hinson Avenue, Haines City, FL 33844

**ARTICLE II
PURPOSE**

1. To conduct general business related to the growing, buying, trading, leasing and brokerage of nursery plant material. To include, but not limited to, the buying selling of products and services related to these fields.
2. To engage in real estate investments; to include: buying, renting, and selling of properties. To include all other activities related to the aforementioned.
3. To install nursery related plant material, as well as, deliver the aforementioned products to installation sites.
4. To purchase, buy, sell, and exchange office and nursery equipment and machinery; and to do all things incidental to the accomplishment of the foregoing purposes.
5. To engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III
CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of common stock.

The common stock of this corporation shall have the following characteristics:

- (a) Par value shall be \$0. 1 0 per share.
- (b) At all meetings of the stockholders the common stockholders shall be entitled to cast (1) vote for each share of common stock owned. That a common stockholder is interested in a matter to be voted upon shall not disqualify him from voting thereon.
- (c) Except as otherwise provided by law, the entire power for the election of directors and for all other purposes shall be vested exclusively in the holders of the common stock.
- (d) Preemptive rights shall attach to all shares of common stock.

ARTICLE IV
INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially.

The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

Cecil D. Reid
4275 Hinson Avenue
Haines City, FL 33844
SS# 589-11-1932

Christopher H. Reid
4275 Hinson Avenue
Haines City, FL 33844
SS# 595-51-8418

Charise Hendrix
504 N. 4th Street
Haines City, FL 33844
SS# 267-91-1685

ARTICLE VII
RESTRICTIONS OF TRANSFER OF STOCK

No common stock shall be sold or otherwise transferred by any stockholder to other persons unless such shares are first offered to the corporation and then to the remaining stockholders. The price and terms of which and the time within which such shares may be offered and sold shall be further specified by written agreement among all of the shareholders of this corporation.

ARTICLE VIII
AMENDMENT

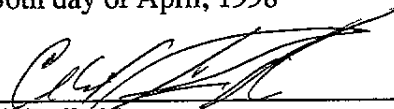
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the same manner provided by law.

ARTICLE IX
INCORPORATE

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

Cecil D. Reid
4275 Hinson Avenue
Haines City, FL 33844

IN WITNESS WHERE OF, the undersigned subscriber and registered agent has executed these Articles of Incorporation this 30th day of April, 1998



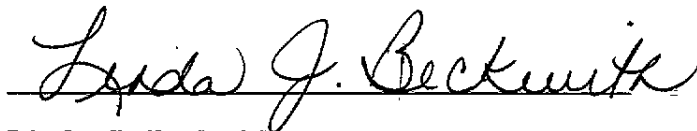
Cecil D. Reid,
Subscriber and Registered Agent

STATE OF FLORIDA

COUNTY OF PALM BEACH

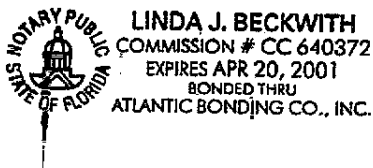
BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared **CECIL D. REID** known to me to be the person who executed the foregoing Articles of Incorporation, as identified by his Drivers License R 300-104-59-146-0, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHERE OF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid this **30th day of April, 1998.**



Linda J. Beckwith,
Notary Public for the State of Florida

My Commission Expires:



ARTICLE X

REGISTERED AGENT

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

CECIL D. REID
4275 Hinson Avenue
Haines City, FL 33844
(941) 422-5735

I am familiar with and accept the duties and responsibilities of Registered Agent.

IN WITNESS WHERE OF, the undersigned subscriber and registered agent had executed these
ARTICLES of Incorporation this 30th day of April, 1998.



Cecil D. Reid,
Subscriber and Registered Agent

APPROVED
AND
FILED
98 MAY 26 AM 7:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA