David L. Hancock

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Office Address
310 W. First Street
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P.O. Box 1222
Palm City, FL 34991

January 8, 1999

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32314

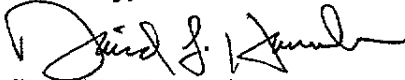RE: Nature's Own Hydroponics, Inc.

Dear Sir or Madam:

Please accept for filing the enclosed Articles of Incorporation for the captioned corporation and Certificate of Designation of Registered Agent / Registered Office. Also enclosed is a check in the amount of $70.00 representing the filing fee for both documents. Thank you.

Sincerely,

David L. Hancock

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
of
Nature's Own Hydroponics, Inc.

ARTICLE I. CORPORATE NAME

The name of this corporation is Nature's Own Hydroponics, Inc.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation are:

Principal Place of Business: 3404 S.W. Quail Covey Avenue
Okeechobee, Florida 34974

Mailing Address: 3404 S.W. Quail Covey Avenue
Okeechobee, Florida 34974

ARTICLE III. CAPITAL STOCK

The maximum number of shares this corporation is authorized to issue is 10,000, all of which shall be common shares. All common shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent are Forrest M. Bentley, 3404 S.W. Quail Covey Avenue, Okeechobee, Florida 34974.

ARTICLE V. INCORPORATORS

The name(s) and street address(es) of the incorporator(s) of these articles of incorporation are

Name	Address
Anita L. Bentley	3404 S.W. Quail Covey Avenue Okeechobee, Florida 34974

David L. Hancock, Esq.
Florida Bar No. 123609
310 W. First Street
Stuart, FL 34994   (561)287-6655

ARTICLE VI. EFFECTIVE DATE

The effective date of these Articles of Incorporation shall be January 8, 1999 and the corporate existence shall be deemed to commence on that date.

ARTICLE VII. TRANSFER RESTRICTIONS

There shall be such restrictions on the shares of stock of this corporation as are duly authorized by the Board of Directors of this corporation to obtain and to maintain the corporation's status as a Subchapter S Corporation under the laws of the State of Florida and under the United States Internal Revenue Code, as each may be amended from time to time.

The undersigned has executed these Articles of Incorporation on the 8th day of January, 1999.

Anita L. Bentley, Incorporator

David L. Hancock, Esq.
Florida Bar No. 123609
310 W. First Street
Stuart, FL 34994   (561) 287-6655

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF F.S. 607.0501, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the corporation is: Nature's Own Hydroponics, Inc.

2. The name and address of the registered agent and office is:

    Forrest M. Bentley
    3404 S.W. Quail Covey Avenue
    Okeechobee, Florida 34974

Having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Forrest M Bentley
Forrest M. Bentley

Dated: January 8, 1999

David L. Hancock, Esq.
Florida Bar No. 123609
310 W. First Street
Stuart, FL 34994 (561) 287-6655