

Division of Corporations

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Florida Department of State  
Division of Corporations  
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## To:

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## From:

Account Name : ENGLISH, MCCAUGHAN & O'BRYAN, P.A.  
Account Number : 076067004147  
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## FLORIDA PROFIT CORPORATION OR P.A.

## Ultimate Farm Corporation

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
ULTIMATE FARM CORPORATION  
A FLORIDA CORPORATION

The undersigned, acting as Incorporator of ULTIMATE FARM CORPORATION, a Florida corporation (the "Corporation") under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is ULTIMATE FARM CORPORATION and the street address of the initial principal office of the Corporation is 14093 Sims Road, Delray Beach, Florida 33484.

ARTICLE II

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE III

CAPITAL STOCK

The Corporation is authorized to issue 10,000 shares of \$.10 par value Common Stock.

PREPARED BY: Rana M. Gorzeck, Esquire  
English, McCaughan & O'Bryan, P.A.  
100 Northeast Third Avenue, Suite 1100  
Fort Lauderdale, FL 33301  
(954) 462-3300  
Florida Bar No. 353817

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ARTICLE IVINITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 14093 Sims Road, Delray Beach, Florida 33484 and the name of the initial Registered Agent of the Corporation at that address is Penny Cohen.

ARTICLE VINITIAL BOARD OF DIRECTORS

The Corporation shall initially have one (1) Director to hold office until the first Annual Meeting of Shareholders and her successors shall have been duly elected and qualified, or until her earlier resignation, removal from office or death. The name and address of the initial Director of the Corporation is:

<u>Name</u>	<u>Address</u>
Jane Cohen	14093 Sims Road Delray Beach, FL 33484

ARTICLE VIINCORPORATOR

The name and address of the Incorporator of the Corporation is Rana M. Gorzeck, English, McCaughan & O'Bryan, P.A., 100 Northeast Third Avenue, Suite 1100, Fort Lauderdale, Florida 33301.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 16th day of February, 1999.

  
\_\_\_\_\_  
RANA M. GORZECK, Incorporator

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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as Registered Agent to accept service of process for ULTIMATE FARM CORPORATION at the place designated in the foregoing Articles of Incorporation, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of the Florida Business Corporation Act 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.

Dated: 2/17/99By: Penny Cohen  
PENNY COHEN, Initial  
Registered Agent

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**CONSENT GRANTING APPROVAL  
FOR USE OF NAME SIMILAR TO CORPORATE NAME**

TO THE DEPARTMENT OF STATE OF THE STATE OF FLORIDA:

The undersigned, as President of ULTIMATE FARM, INC., a Florida corporation that has been administratively dissolved on October 16, 1998, hereby grants permission and approves the filing of Articles of Incorporation for the following named Corporation:

Ultimate Farm Corporation

I understand that this approval is necessary due to the similarity of the names.

ULTIMATE FARM, INC.

Dated: 2/17/99

By: Mary Jane Cohen

MARY JANE COHEN, President

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