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Madden & Grosso**  
ATTORNEYS AT LAW  
A PARTNERSHIP OF PROFESSIONAL CORPORATIONS

P99000027076

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REPLY TO:  
Post Office Box 2434  
Stuart, FL 34995-2434  
Telephone: (561) 220-3496  
Facsimile: (561) 220-2744

March 11, 1999

Bureau of Corporate Records  
Division of Corporations  
Department of State  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Native Trees of Palm City, Incorporated

500002817225--7  
-03/24/99--01001--011  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Incorporation of Native Trees of Palm City, the Certificate Designating Registered Agent, and a check in the sum of \$ 78.75 representing payment as follows:

Filing Fee	\$35.00
Registered Agent's Fee	35.00
Certified Copy of Charter	<u>8.75</u>
<b>TOTAL</b>	<b>\$ 78.75</b>

Once these Articles of Incorporation have been approved and filed by your office, please forward a certified copy of the charter using the extra copy enclosed.

Very truly yours,

Teresa G. Hankins  
Secretary to Matthew L. Jones

tgh  
Encs.

Dmc  
3/19/99

~~W/99-6617~~  
~~509,109~~

FILED  
99 MAR 24 AM 11:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

March 19, 1999

MATTHEW L. JONES, ESQ.  
JONES MADDEN & GROSSO  
P.O. BOX 2434  
STUART, FL 34995-2434

*Trees*

SUBJECT: NATIVE POOLS OF PALM CITY, INCORPORATED  
Ref. Number: W99000006617

*Trees*  
We have received your document for NATIVE POOLS OF PALM CITY, INCORPORATED and check(s) totaling \$78.75. However, your check(s) and document are being returned for the following:

\* The name of the entity must be identical throughout the document.

Please sign and return your check along with this document in order to complete your filing.

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) 487-6923.

Doris McDuffie  
Corporate Specialist Supervisor

Letter Number: 299A00013566

**ARTICLES OF INCORPORATION**  
**OF**  
**NATIVE TREES OF PALM CITY, INCORPORATED**

**FILED**  
99 MAR 24 AM 11:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned does hereby certify his intention to form a corporation under and by virtue of the laws of the State of Florida, and further certifies that:

**ARTICLE I**

The name of this corporation shall be Native Trees of Palm City, Incorporated.

**ARTICLE II**  
**TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE III**  
**NATURE OF BUSINESS**

The general nature of the business or businesses to be transacted under this Certificate of Incorporation shall be:

To engage in any activity or business permitted under the laws of the United States and of the State of Florida and to carry out said purposes in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that these purposes are not forbidden by the law of the state, territory, district, or possession of the United States, or by the foreign country.

**ARTICLE IV**  
**AUTHORIZED SHARES**

A. Number. The aggregate number of shares that the corporation shall have the authority to issue is Ten Thousand (10,000) shares of Capital Stock with a par value of One (\$1.00) Dollar per share.

B. Initial Issue. Ten Thousand (10,000) shares of the Capital Stock of the corporation shall be issued for cash at a par value of One (\$1.00) Dollar per share.

C. Stated Capital. The sum of the par value of all shares of Capital Stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time.

D. Dividends. The holder of the outstanding Capital Stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the Capital Stock of the corporation.

E. No classes of stock. The shares of the corporation are not to be divided into classes.

F. No share in series. The corporation is not authorized to issue shares in series.

#### **ARTICLE V MAILING ADDRESS**

The mailing address of the Corporation is:

Native Trees of Palm City, Incorporated

4436 SW Honey Terrace  
Palm City, Florida 34990

#### **ARTICLE VI REGISTERED AGENT**

The corporation's initial registered office and initial registered agent at that address shall be:

Matthew L. Jones, Esquire

759 S. Federal Highway, Suite 212  
Stuart, FL 34994

#### **ARTICLE VII BOARD OF DIRECTORS**

The initial Board of Directors shall consist of one (1) member, who need not be a resident of the State of Florida.

**ARTICLE VIII**  
**NAME AND ADDRESS OF INITIAL DIRECTOR**

The name and address of the person who shall serve as Director until the first annual meeting of shareholders, or until his successors shall have been elected and qualified, is as follows:

John L. Rose

4436 SW Honey Terrace  
Palm City, Florida 34990

**ARTICLE IX**  
**INCORPORATOR**

The name and address of the initial incorporator is as follows:

John L. Rose

4436 SW Honey Terrace  
Palm City, Florida 34990

**ARTICLE X**  
**AMENDMENT OF ARTICLES OF INCORPORATION**

These Articles of Incorporation may be amended in the manner provided by law. Every proposed amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain of these Articles of Incorporation be made.

**ARTICLE XI**  
**BYLAWS**

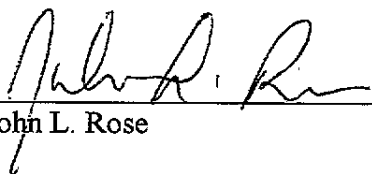
The Bylaws of the Corporation shall be made, altered or rescinded by a two-thirds (2/3rds) majority vote of the Directors of the corporation.

**ARTICLE XII**  
**PREEMPTIVE RIGHTS**

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of this corporation as may be issued for money, or any property or

services from time to time, in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder to all shares of common stock currently authorized and issued.

IN WITNESS WHEREOF, the undersigns have hereunto set their hand and seal and subscribed to these Articles of Incorporation at Stuart, Florida, this 4<sup>th</sup> day of March, 1999.

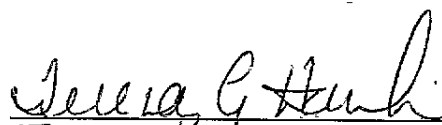
  
\_\_\_\_\_  
John L. Rose

STATE OF FLORIDA  
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 4<sup>th</sup> day of March, 1999, by John L. Rose who is personally known to me and who did not take an oath. He subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledged before me according to law that they made and subscribed the same for the uses and purposes therein mentioned and set forth.

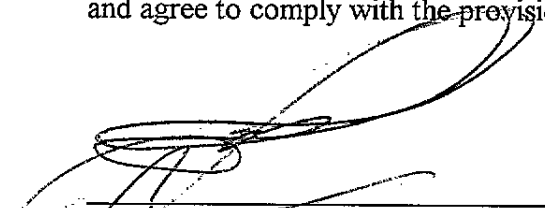
(SEAL)



  
\_\_\_\_\_  
Teresa Hankins (Print Name)  
NOTARY PUBLIC  
My Commission Expires: 12/28/02

#### ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept service of process for the above-stated corporation, at the place designated on the above Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of Florida Law relative to keeping open said office.

  
\_\_\_\_\_  
MATTHEW L. JONES, ESQUIRE  
Registered Agent

FILED  
99 MAR 24 AM 11:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA