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BOARD CERTIFIED TAX LAWYER

BOARD CERTIFIED WILLS, TRUSTS & ESTATES LAWYER

February 26, 1999

Florida Department of State Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

RE: MANASOTA PLANTS, INC.

Enclosed are the original Articles of Incorporation for the above named proposed Florida corporation.

Also enclosed is a check in the amount of \$70.00 representing the fees for filing and Designation of Resident Agent.

Thank you for your assistance in this matter.

Very truly yours,

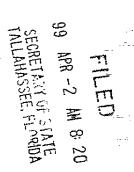
DAVID P. JOHNSON

Enclosure . cc: file

DPJ:nlh

APR 7 1999

ARTICLES OF INCORPORATION OF MANASOTA PLANTS, INC.



In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is MANASOTA PLANTS, INC.

ARTICLE II

The address of the principal office of the Corporation is 30590 Betts Road, Myakka City, Florida 34251. The mailing address of the Corporation is 30590 Betts Road, Myakka City, Florida 34251.

ARTICLE III

The number of shares the Corporation is authorized to issue is Seven Thousand, Five Hundred, 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 upon all matters on which shareholders have the right to vote.

ARTICLE IV

The street address of the Corporation's initial registered office is 30590 Betts Road, Myakka City, Florida 34251. The initial Registered Agent for the Corporation at that address is DONNA JERVIS.

ARTICLE V

The name and address of the person signing these Articles of Incorporation

Articles of Incorporation of Manasota Plants, Inc.

Page 1 of 2

as Incorporator is:

Name

 $\underline{\text{Address}}$

Donna Jervis

30590 Betts Road Myakka City, Florida 34251

DONNA JĘRVIS

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for MANASOTA PLANTS, INC. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

Date: March 31, 1999

DONNA JERVIS

Corpform\MANASOTA PLANTS, INC.

99 APR -2 AM 8: 20
SECRETARY OF STATE
TALLAHASSEE, FLORMA