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August 26, 1999

Division of Corporations
FLORIDA DEPARTMENT OF STATE
409 East Gaines Street
Tallahassee, Florida 32399

FILED
99 AUG 30 PM 12:26
TALLAHASSEE, FLORIDA

RE: **Horse-Crazy, Inc.**
Articles of Incorporation

300002973899--5
-08/30/99--01117--012
****122.50 *****78.75

Dear Sir or Madame:

Enclosed please find the Articles of Incorporation for the above-referenced corporation and our check for \$122.50 to cover the filing fee and the cost of a certified copy to be returned to us by mail. If at all possible, I would greatly appreciate your faxing to my office a copy your screen printout displaying the corporation information, after you have completed your processing.

Sincerely,


Minervino Rodriguez, Jr., Esq.

MR:dc

Encls: As Listed Above

Copy to Horse-Crazy, Inc.

c:\rla\offi.dir\correspondence\SecyState.Horse-Crazy

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
HORSE-CRAZY, INC.

The undersigned incorporator and subscriber, for the purpose of forming a corporation under the Florida Business Corporate Act, hereby adopt the following Articles of Incorporation.

ARTICLE 1 - NAME

The name of this corporation shall be HORSE-CRAZY, INC.

ARTICLE 2 - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 21825 SW 207 AVENUE, MIAMI, FLORIDA 33170.

ARTICLE 3 - DURATION

This corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is August 30, 1999, provided, however, that said date is within five (5) business days before the date of filing of these Articles. Should the aforesaid date not be within five (5) business days before the date of filing of these Articles, then, in that case, corporate existence shall begin when the Articles are filed.

ARTICLE 4 - PURPOSE

The purpose of this corporation is to engage in all aspects of the plant nursery business, provide support services to the agricultural community and engage in any additional activities or business permitted under the laws of the United States of America and the State of Florida.

ARTICLE 5 - CAPITAL STOCK

5.1 The number of shares of stock this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares, which may be fractional. The stock shall be known as common stock and shall have a \$ 0.01 par value per share.

5.2 Subject to compliance with the terms and conditions of capital stock purchase requirements, the initial shareholders and their percentage interest shall be as follows:

<u>NAME OF INITIAL SHAREHOLDERS</u>	<u>PERCENTAGE INTEREST</u>
MARCIA VICTORIA MENDEZ-RODRIGUEZ	100%

ARTICLE 6 - INITIAL REGISTERED AGENT AND ADDRESS

The Initial Registered Agent shall be MARCIA VICTORIA MENDEZ-RODRIGUEZ, and the address of the Initial Registered Agent is 21825 SW 207 AVENUE, MIAMI, FLORIDA 33170.

ARTICLE 7 - INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by the bylaws, but shall never be less than one (1). The name and address of the Initial Director is MARCIA VICTORIA MENDEZ-RODRIGUEZ, 21825 SW 207 AVENUE, MIAMI, FLORIDA 33170.

ARTICLE 8 - INITIAL OFFICERS

The initial officer of the corporation shall be MARCIA VICTORIA MENDEZ-RODRIGUEZ, as its President, Secretary & Treasurer.

ARTICLE 9 - INCORPORATORS

The name and address of the persons signing these Articles of Incorporation is MARCIA VICTORIA MENDEZ-RODRIGUEZ, 21825 SW 207 AVENUE, MIAMI, FLORIDA 33170.

ARTICLE 10 - AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders the subject to this reservation.

ARTICLE 11 - PREEMPTIVE RIGHTS

The shareholders of this corporation shall have preemptive rights. The shareholders of this corporation shall have the right to maintain their fixed percentage ownership in the corporation by purchasing their proportionate share of any new stock issued.

IN WITNESS WHEREOF, the undersigned incorporator and subscriber has executed these Articles of Incorporation this 26 day of August, 1999.


MARCIA VICTORIA MENDEZ-RODRIGUEZ
Incorporator/subscriber

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement designating the Registered Office/Registered Agent, in the State of Florida.

The name of the corporation is HORSE-CRAZY, INC.

The name and address of the Registered Agent and Office is MARCIA VICTORIA MENDEZ-RODRIGUEZ, 21825 SW 207 AVENUE, MIAMI, FLORIDA 33170


MARCIA VICTORIA MENDEZ-RODRIGUEZ
Incorporator/subscriber

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.


MARCIA VICTORIA MENDEZ-RODRIGUEZ
Registered Agent

8/24/99
DATE