TIMOTHY G. HAYES & ASSOCIATES, P.A.
Attorneys At Law

Lakeview Professional Center 21859 State Road 54, Suite 200 • Lutz, Florida 33549 TIMOTHY G. HAYES Telephone 813/949-6525 • Fax 813/949-6433

August 31, 1999

Secretary of State Corporate Charter Division Post Office Box 6327 Tallahassee, Florida 32314 500002977055--4 -09/02/99--01062--008 *****70.00 ******70.00

Re: Cypress Acres Nursery, Inc.

Dear Sir:

Please find enclosed the original and one copy of the Articles of Incorporation for the above-named corporation, along with a check in the amount of \$70.00 to cover your corporate fees.

Please file this corporation with your office at your earliest convenience.

Your cooperation is appreciated.

Sincerely yours,

DEBRAH MAYWORTH

Legal Assistant

DDM/jk Enclosures

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

CYPRESS ACRES NURSERY, INC.

The undersigned, acting as incorporator(s) of a corporation pursuant to Chapter 607, Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I - CORPORATE NAME

The name of this corporation shall be:

CYPRESS ACRES NURSERY, INC.

ARTICLE II - PRINCIPAL OFFICE

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

19651 State Road 54 Lutz, FL 33549

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 500.

ARTICLE IV - INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent are:

DAVID M. BARNARD 19651 State Road 54 Lutz, FL 33549

ARTICLE V - INCORPORATORS

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

DAVID M. BARNARD 19651 State Road 54 Lutz, FL 33549

ARTICLE VI - DIRECTORS

This corporation shall have 1 director(s) initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one.

The name(s) and address(es) of the initial director(s) of this corporation is(are) as follows:

DAVID M. BARNARD - Director/President 19651 State Road 54 Lutz, FL 33549

IN WITNESS WHEREOF the incorporator has hereunto set his hand and seal, this 30 day of August, 1999.

David M. Barnard

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

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 in designating the registered office/registered agent, in the State of Florida:

1. The name of the corporation is:

CYPRESS ACRES NURSERY, INC.

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

DAVID M. BARNARD 19651 State Road 54 Lutz, FL 33549

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.

signature <u>Juvid M. Burnard</u> david m. barnard

TITLE Registered Agent

DATE 8/30/99