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September 8, 1999

Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, FL 32314

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-09/13/99--01113--006

*****78.75 *****78.75

Re: Essential Gardens, Inc.

Dear Division of Corporations:

Enclosed is an original and one copy of Articles of Incorporation of Essential Gardens, Inc., along with our check in the amount of \$78.75 to cover the filing fee and certified copy of this new corporation.

Also enclosed is a stamped and self-addressed envelope for your convenience in returning the certified copy to my office.

Sincerely,


O. Stephen Thacker

OST/jg

Enclosure

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1999 SEP 13 AM 10:41

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ARTICLES OF INCORPORATION
OF
ESSENTIAL GARDENS, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is Essential Gardens, Inc. and the address for the corporation is 8725 - 115th Avenue North, Largo, FL 33773.

ARTICLE II - DURATION

This corporation shall exist perpetually.

ARTICLE III - PURPOSE

This corporation is organized for the following purposes: the general purpose for which this corporation shall be organized shall include the transaction of any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 500 shares of common stock, having a par value of \$1.00 per share.

The stock as aforesaid shall be paid for in lawful money of the United States, or in property, labor or services at a just valuation to be fixed by the incorporators, or by the board of Directors at a meeting to be called for that special purpose.

All voting power of this corporation shall be vested in the common stock above designated.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof at the price at which it is offered to others.

ARTICLE VI- INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 8725 - 115th Avenue North, Largo, FL 33773, and the name of the Registered Agent at that address is Maureen Sevilla.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors 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 names and addresses of the initial directors of this corporation are:

Maureen Sevilla
8725 - 115th Avenue North
Largo, FL 33773

William P. Sevilla
8725 - 115th Avenue North
Largo, FL 33773

ARTICLE VIII - INCORPORATOR

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

Maureen Sevilla
8725 - 115th Avenue North
Largo, FL 33773

ARTICLE IX - POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 7 day of September, 1999.

X Maureen Sevilla
Maureen Sevilla

I hereby accept the appointment of registered agent. I am familiar with, and accept the obligations of Section 607.325 F.S.

Maureen Sevilla
Maureen Sevilla
Registered Agent

Date: 9/7/99

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1999 SEP 13 AM 10:41

FILED

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared Maureen Sevilla, personally known to me to be the person who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed those Articles of Incorporation.

WITNESS my hand and official seal this 7th day of September, 1999.

Anne Phillips
Notary Public

My commission expires:

