

ARTICLES OF INCORPORATION
OF
MANCHESTER FLORAL & GREENHOUSES, INC.

TO THE SECRETARY OF STATE OF THE STATE OF IOWA:

We, the undersigned, acting as incorporators of a corporation under the Iowa Business Corporation Act, Chapter 490, Code of Iowa, 1993, adopt the following Articles of Incorporation for such corporation:

ARTICLE I.

The name of the corporation is "Manchester Floral & Greenhouses, Inc."

ARTICLE II.

The period of its duration is perpetual.

ARTICLE III.

The corporation shall have unlimited power to engage in and to do any lawful act concerning any and all business for which corporations may be organized under said act.

ARTICLE IV.

The corporation shall have two classes of stock as follows:

Class A, Common, Voting, 500,000 shares authorized, Par \$1.00

Class B, Common, Non-Voting, 500,000 shares authorized, Par \$1.00

ARTICLE V.

The corporation shall have no corporate seal.

ARTICLE VI.

The address of the initial registered office of the corporation is 1146 North Franklin Street, Manchester, Iowa, and the name of its initial registered agent at such address is David D. Schmock.

ARTICLE VII.

The number of directors constituting the initial Board of Directors of the corporation is two, and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders, or until their successors are elected and shall qualify, are:

<u>NAME</u>	<u>ADDRESS</u>
David D. Schmock	1146 North Franklin Street Manchester, Iowa 52057
Kristi M. Schmock	1146 North Franklin Street Manchester, Iowa 52057

FILE No. <u>338-1653</u>	FILED FOR RECORD THE <u>1</u> DAY OF	STATE OF IOWA, DELAWARE COUNTY
RECORDING FEE \$ <u>11.00</u>	<u>December</u> , 19 <u>93</u> AT <u>10:18</u>	<u>Deborah L. Peyton</u> , Recorder
TRANSFER FEE \$ <u> </u>	O'CLOCK <u>A</u> M. BOOK <u>8</u> PAGE <u>202</u>	<u>Art. of Inc.</u>

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ARTICLE VIII.

The name and address of the incorporators are:

<u>NAME</u>	<u>ADDRESS</u>
David D. Schmock	1146 North Franklin Street Manchester, Iowa 50257
Kristi M. Schmock	1146 North Franklin Street Manchester, Iowa 50257

Dated this 12th day of November, 1993.

INCORPORATORS

David D. Schmock
David D. Schmock

Kristi M. Schmock
Kristi M. Schmock

STATE OF IOWA)
) ss:
DELAWARE COUNTY)

On this 12th day of November, 1993, before me, the undersigned, a Notary Public in and for the State of Iowa, personally appeared David D. Schmock and Kristi M. Schmock, to me known to be the identical persons named in and who executed the within and foregoing instrument, to which this is attached, and acknowledged that they executed the same as their voluntary act and deed.



Lila Luensmann
Lila Luensmann, Notary Public in and
for the State of Iowa.