

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY

OF

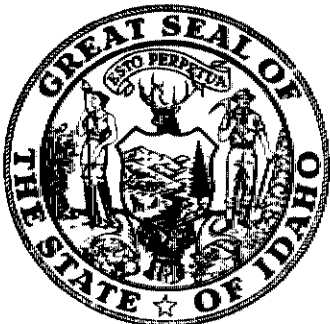
DESERT WINDS NURSERY AND GARDEN CENTER INC.

File Number C 123283

I PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the Application for such Certificate.

Dated: March 18, 1998



Pete T. Cenarrusa
SECRETARY OF STATE

By

Sheryl Barnes

202

APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

Instructions on Back of Application **Mar 18 4 31 PM '98**

To the Secretary of State of Idaho:

The undersigned Corporation applies for a Certificate of Authority and states as follows **SECRETARY OF STATE**

1. The name of the corporation is Desert Winds Nursery and Garden Center Inc.
2. The name which it shall use in Idaho is Desert Winds Nursery and Garden Center Inc.
3. It is incorporated under the laws of Arizona
4. Its date of incorporation is March 3, 1983
5. The address of its principal office is 815 E Park Blvd., Suite 310, Boise, ID 83712
6. The address to which correspondence should be addressed, if different from item 5, is _____
7. The street address of its registered office in Idaho is 200 North 23rd Street, Boise, Idaho 83702
and its registered agent in Idaho at that address is Corporation Service Company
8. The names and respective business addresses of its directors and officers are:

Name	Office	Address
Walter Minnick	Chairman and Chief Executive Officer; Director	815 E. Park Blvd., Suite 310 Boise, ID 83712
Mike Berglund	Vice President and Chief Operating Officer; Director	SAME
Patricia Stiburek	Corporate Secretary and Treasurer; Director	SAME

Dated: 3-18-98

Desert WINDS Nursery and GARDEN Center Inc.

(Corporation name)

By

WALTER C. MINNICK

Its

Chairman + CEO

(Specify capacity of signer)

Customer Acc #

Secretary of State use only

IDAHO SECRETARY OF STATE

03/18/1998 04:30
CX: NO CK # CT: 19577 BH: 92141

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STATE OF ARIZONA

MAR 10 4 12 PM '98
SECRETARY OF STATE



Office of the
CORPORATION COMMISSION

To all to whom these presents shall come, greeting:

I, Jack Rose, Executive Secretary of the Arizona Corporation Commission, do hereby certify that

*****DESERT WINDS NURSERY AND GARDEN CENTER INC.*****

a domestic corporation organized under the laws of the state of Arizona, did incorporate on March 3, 1983.

I further certify that this corporation has filed all affidavits and annual reports and paid all filing fees required to date and, therefore, is in good standing in this state.

*IN WITNESS WHEREOF, I have hereunto
set my hand and affixed the official seal
of the Arizona Corporation Commission.
Done at Phoenix, the Capitol, this
17th day of March, 1998, A. D.*



Jack Rose

Executive Secretary

BY: *John M. Miller*