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Department of State.

**CERTIFICATE OF AUTHORITY
OF**

SILK GREENHOUSE, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of SILK GREENHOUSE, INC.

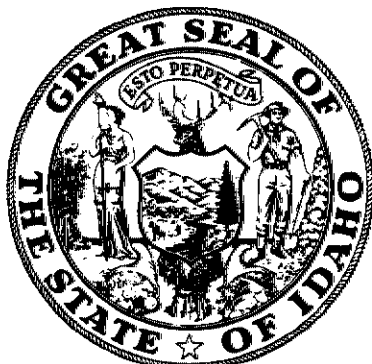
_____ for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to SILK GREENHOUSE, INC.

to transact business in this State under the name SILK GREENHOUSE, INC.

_____ and attach hereto a duplicate original of the Application for such Certificate.

Dated **October 3, 1989**



Pete T. Cenarrusa

SECRETARY OF STATE

Elizabeth M. Zabala
Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is SILK GREENHOUSE, INC.
2. The name which it shall use in Idaho is _____

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of FLORIDA
4. The date of its incorporation is 6-2-86 and the period of its duration is PERPETUAL

5. The address of its principal office in the state or country under the laws of which it is incorporated is 1401 TAMPA EAST BOULEVARD TAMPA, FLORIDA 33619
6. The address to which correspondence should be addressed, if different from that in item 5. _____

7. The street address of its proposed registered office in Idaho is 300 NORTH 6th STREET
BOISE, IDAHO 83701, and the name of its proposed registered agent in Idaho at that address is CT CORPORATION SYSTEM

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
RETAIL SALES

9. The names and respective addresses of its directors and officers are:

x See ATTACHED

Name	Office	Address
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

(continued on reverse)

Name

Office

Address

10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

11. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: SEPTEMBER 19, 1989

SILK GREENHOUSE, INC.

(Corporation Name)

By

J. R. Clark V.P.

Its President / Vice President (please specify)

and

Ralph S. Mucci

Its Secretary / Assistant Secretary (please specify)

STATE OF Florida)

COUNTY OF Hillsborough) ss:

I, Denise A. Kaake

, a notary public, do hereby certify that on this 19th day of September, 19 89, personally appeared before

me J. R. Clark & Ralph S. Mucci, who being by me first duly sworn, declared that (s)he is the Vice Pres. & Asst. Sec. of Silk Greenhouse, Inc.

that (s)he signed the foregoing document as an officer of the corporation and that the statements therein contained are true.

Denise A. Kaake

Notary Public

BOARD OF DIRECTORS:

Jere L. Bradwell Chairman of the Board

EXECUTIVE OFFICERS:

Jere L. Bradwell Chairman of the Board of Directors and
President

Darlis Von Adkins Executive Vice President and Secretary

Stuart G. Lasher Vice President - Finance, Treasurer

James R. Clark Vice President - Real Estate

Rosemary Rivers Vice President - Stores

Ralph S. Mucci Vice President, General Counsel and
Assistant Secretary

All Officers and Directors are located at:

1401 Tampa East Boulevard
Tampa, Florida 33619

State of Florida



Department of State

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SEC. OF STATE

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I certify from the records of this office that SILK GREENHOUSE, INC. is a corporation organized under the laws of the State of Florida, filed on June 2, 1986.

The document number of this corporation is J17179.

I further certify that said corporation has paid all fees due this office through December 31, 1989, and its status is active.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
11th day of September, 1989.



CR2EO22 (6-88)

Jim Smith
Secretary of State