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**ARTICLES OF INCORPORATION  
OF**

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**SUNSET NURSERY, INC.**

SECRET  
STATE

The undersigned, in order to form a corporation pursuant to Idaho Business Corporation

Act, certify as follows:

**ARTICLE I**

The name of the corporation is Sunset Nursery, Inc. (hereafter "Corporation").

**ARTICLE II**

The purposes for which this Corporation is organized are as follows:

1. To engage in the operation of a plant and tree nursery; and
2. To engage in any other lawful activity or business for which corporations may be incorporated under the Idaho Business Corporation Act.

**ARTICLE III**

The Corporation shall have perpetual existence.

**ARTICLE IV**

The address of the initial registered office of the Corporation shall be 2520 Sunset Avenue, Boise, Idaho 83702, and the name of its initial registered agent at such address is Bonnie Bryant.

**ARTICLE V**

The shares of stock to be issued by the Corporation shall consist of one class only, and the aggregate number of shares which the Corporation shall be authorized to issue shall be 1,000 shares of stock, each having a par value of \$1.00 per share. All shares of stocks shall be the same rights in such Corporation and shall be nonassessable when paid in full.

**ARTICLE VI**

The names and post office addresses of the incorporators and organizers, who have named themselves as the initial directors to serve until the first election of directors of the Corporation are as follows:

NAME:  
Morgan Bryant  
Bonnie Bryant

ADDRESS:  
2500 Sunset Ave, Boise, ID 83702  
2500 Sunset Ave, Boise, ID 83702

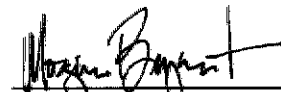

#### ARTICLE VII

The private property of the stockholders of this Corporation shall not be subject to the payment of the corporate debts in any amount or to any extent whatever.

#### ARTICLE VIII

The Corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

Dated: 8/26/97

  
Morgan Bryant  
  
Bonnie Bryant

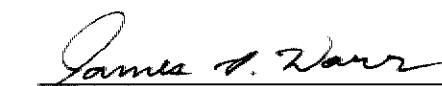
STATE OF IDAHO)

) ss

County of Ada )

On this 26<sup>th</sup> day of August, 19 97, before me, the undersigned, a Notary Public in and for said State, personally appeared Morgan Bryant and Bonnie Bryant, known to me to be the person(s) whose name(s) were subscribed to the within instrument, and acknowledged to me that the statements contained therein are true.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the date and year in this certificate first above written.

  
Notary Public for Idaho  
Residing at Boise, Idaho