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TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

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-05/15/98--01116--003
*****78.75 *****78.75

SUBJECT: GREEN SERVICES, INC.
(Name of corporation - must include suffix)

W98-11347

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

JANE M. CAVANAUGH
(Name of Person)
ROSENMAN & COLIN LLP
(Firm/Company)
1300 19th Street, N.W., Suite 200
(Address)
Washington, D.C. 20036
(City/State/Zip)

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DIVISION OF CORPORATIONS
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mtm
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Should you need to call someone concerning this matter, please call:

JANE M. CAVANAUGH at (202) 463-4640
(Name of Person) (Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 19, 1998

JAN M. CAVANAUGH
ROSEMANN & COLIN LLP
1300 19TH STREET, N.W., STE 200
WASHINGTON, DC 20036

SUBJECT: GREEN SERVICES, INC.
Ref. Number: W98000011347

We have received your document for GREEN SERVICES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

A business entity may not serve as its own registered agent. Please designate an individual or another business entity with an active registration or filing with this office, having a Florida street address identical with that of the registered office.

If you wish to have a DBA name you would need to complete the enclosed Fictitious Name Application a follow the instructions.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6097.

Michael Mays
Document Specialist

Letter Number: 698A00027810

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANACT BUSINESS IN THE
STATE OF FLORIDA:

1. Green Services, Inc. American Green Services, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or
words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a
natural person or partnership if not so contained in the name at present.)

2. Delaware
(State or country under the law of which it is incorporated)

3. _____
(FEI number, if applicable)

4. 6-30-97
(Date of Incorporation)

5. Perpetual
(Duration: Year corp. will cease to exist or
"perpetual")

6. 4-23-98
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. 13412 S.W. 131st Street
Miami, FL 33186
(Current mailing address)

8. The provision of aviation services.
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT**
acceptable)

Name: FERNANDO LEOPOLDO AWAZU DE BAERE
American Green Services, Inc.

Office Address: 13412 S.W. 131st Street

Miami, Florida, 33186
(Zip Code)

10. Registered agent's acceptance:

*Having been named as registered agent and to accept service of process for the above stated
corporation at the place designated in this application, I hereby accept the appointment as
registered agent and agree to act in this capacity. I further agree to comply with the provisions of
all statutes relative to the proper and complete performance of my duties, and I am familiar with
and accept the obligations of my position as registered agent.*

Fernando Awazu de Baere
(Registered agent's signature)
FERNANDO LEOPOLDO AWAZU DE BAERE

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to
delivery of this application to the Department of State, by the Secretary of State or other
official having custody of corporate records in the jurisdiction under the law of which it is
incorporated.

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12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: Mauricio N. Botelho
Address: c/o Timothy J. Lynes, 1300 19th Street, N.W., #200
Washington, D.C. 20036

Vice Chairman: Frederico F. Curado
Address: c/o Timothy J. Lynes, 1300 19th Street, N.W.
Suite 200, Washington, D.C. 20036

Director: Antonio L. P. Manso
Address: c/o Timothy J. Lynes, 1300 19th Street, N.W.
Suite 200, Washington, D.C. 20036

Director: Romualdo M. de Barros
Address: c/o Timothy J. Lynes, 1300 19th Street, N.W.
Suite 200, Washington, D.C. 20036

B. OFFICERS (Street address only- P. O. Box NOT acceptable)


President: Mauricio N. Botelho
Address: c/o Timothy J. Lynes, 1300 19th Street, N.W.
Suite 200, Washington, D.C. 20036

Vice President: Romualdo M. de Barros
Address: c/o Timothy J. Lynes, 1300 19th Street, N.W.
Suite 200, Washington, D.C. 20036

Secretary: Frederico F. Curado
Address: c/o Timothy J. Lynes, 1300 19th Street, N.W.
Suite 200, Washington, D.C. 20036

Treasurer: Antonio L.P. Manso
Address: c/o Timothy J. Lynes, 1300 19th Street, N.W.
Suite 200, Washington, D.C. 20036

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. FREDERICO F. CURADO - Director and Secretary
(Typed or printed name and capacity of person signing application)

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State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GREEN SERVICES, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SEVENTH DAY OF MAY, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 9068961

DATE: 05-07-98