

P95000037801

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

RE: Tree Tops Inc.

NAME _____

FIRM _____

ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Mailor No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 95 MAY 12 AM 11:30

1095-10041
 5/11/95

- | | | |
|-------------------------------------|-----------------------------|-----------------------|
| | C.C. FEE. | DISBURSED |
| <input checked="" type="checkbox"/> | Control Express™ | |
| <input checked="" type="checkbox"/> | Art. of Inc. File | |
| <input type="checkbox"/> | Corp. Record Search | |
| <input type="checkbox"/> | Ltd. Partnership File | |
| <input type="checkbox"/> | Foreign Corp. File | |
| <input checked="" type="checkbox"/> | () Cert. Copy(s) | |
| <input type="checkbox"/> | Art. of Amend. File | |
| <input type="checkbox"/> | Dissolution/Withdrawal | +++++70.00 +++++70.00 |
| <input type="checkbox"/> | C U B. | |
| <input type="checkbox"/> | Fictitious Name File | |
| <input type="checkbox"/> | Name Reservation | |
| <input type="checkbox"/> | Annual Report/Reinstatement | |
| <input type="checkbox"/> | Reg. Agent Service | |
| <input type="checkbox"/> | Document Filing | |
| <input type="checkbox"/> | Corporate Kit | |
| <input type="checkbox"/> | Vehicle Search | |
| <input type="checkbox"/> | Driving Record | |
| <input type="checkbox"/> | Document Retrieval | |
| <input type="checkbox"/> | UCC 1 or 3 File | |
| <input type="checkbox"/> | UCC 11 Search | |
| <input type="checkbox"/> | UCC 11 Retrieval | |
| <input type="checkbox"/> | File No.'s, Copies | |
| <input type="checkbox"/> | Courier Service | |
| <input type="checkbox"/> | Shipping/Handling | |
| <input type="checkbox"/> | Phone () | |
| <input type="checkbox"/> | Top Priority | |
| <input type="checkbox"/> | Express Mail Prep. | |
| <input type="checkbox"/> | FAX () pgs. | |

SUBTOTALS	
FEE.....	\$ 95
DISBURSED.....	\$ 0
SURCHARGE.....	\$ 0
TAX on corporate supplies.....	\$ 0
SUBTOTAL	\$ 95
PREPAID.....	\$ 0
BALANCE DUE	\$ 95

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE			
TIME			CK No.
BY			

WALK-IN Will Pick Up 3-11 1200

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection



RECEIVED

95 MAY 12 AM 9 54

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
Sandra B. Mortham
Secretary of State

May 11, 1995

CAPITAL CONNECTION
P.O. BOX 10349
TALLAHASSEE, FL 32302

SUBJECT: TREE TOPS, INC.
Ref. Number: W95000010041

We have received your document for TREE TOPS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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 (904) 487-6928.

Agnes Bundick
Corporate Specialist

Letter Number: 695A00024047

* Corrected

95 MAY 12 AM 11:30

CERTIFICATE OF INCORPORATION OF

TREE TOPS INTERNATIONAL, INC.

FIRST: The name of the corporation is: TREE TOPS INTERNATIONAL, INC.

SECOND: Its registered office in the State of Florida is located at:

100 N. BISCAYNE BLVD., SUITE 1717
MIAMI, FL. 33132

The registered agent in charge thereof is: DAVID J. HART

Principal Office address is:

31564 US Hwy 19 North, Palm Harbor, FL 34684

THIRD: I, DAVID J. HART, the registered agent for the corporation, am familiar with and accept the duties and responsibilities as registered agent for the said corporation.

FOURTH: The nature of the business and objects and purposes proposed to be transacted, promoted and carried out, are to do any and all things herein mentioned, as fully and to the same extent as natural persons might or could do, and in any part of the world, viz:

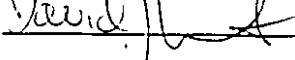
"The purpose of the corporation is to engage in any lawful act or activity for which the corporations may be organized under the general corporation law of the State of Florida".

FIFTH: CAPITALIZATION: The corporation shall have the authority to issue ONE HUNDRED (100) shares of common stock, each share to have no par value. The shares may be issued for the consideration expressed in dollars as may be fixed from time to time by the Board of Directors.

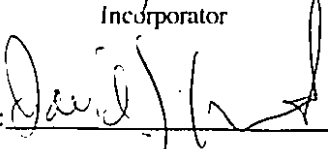
SIXTH: The name and mailing address of each incorporator is listed below:

NAME	ADDRESS
DAVID J. HART	100 N. BISCAYNE BLVD. SUITE 1717 MIAMI, FL 33132

SEVENTH: The Initial Director is: SYLVIA BABINEAU
14731 Lake Avenue
Lakewood, OH 44107

SIGNED BY:  DATE: 5/9/95

Incorporator

SIGNED BY:  DATE: 5/9/95

Registered Agent