

Rosenthal  
Rosenthal  
& Rasco

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Eduardo J. Rasco, P.A.  
Alan S. Rosenthal, P.A.  
Kerry E. Rosenthal, P.A.  
Daniel Kaplan  
Joseph G. Weiss, Jr.  
Jorge Luis Wolf

FILED  
1995 SEP - 1 AM 7:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

September 5, 1995

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: The Green Agency, Inc.

Dear Sir or Madam:

Enclosed herewith please find an original of the Articles of Incorporation of The Green Agency, Inc., ~~Inc.~~, together with our check in the amount of \$70.00 for filing of same.

Thank you for your assistance herein.

Very truly yours,

ROSENTHAL ROSENTHAL & RASCO

BY:   
KERRY E. ROSENTHAL

/er  
enc.  
(3-encs into 11)

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-09/07/95--01006--013  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

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**ARTICLES OF INCORPORATION**  
**OF**  
**THE GREEN AGENCY, INC.**

FILED  
1995 SEP -1 AM 1:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE ONE:**

The name of this corporation is: **THE GREEN AGENCY, INC.**

**ARTICLE TWO:**

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act of the State of Florida.

**ARTICLE THREE:**

The aggregate number of shares which this corporation shall have authority to issue is **TEN THOUSAND (10,000)** shares of common stock, **ONE (\$1.00) DOLLAR** par value.

**ARTICLE FOUR:**

Shareholders of this corporation shall have full preemptive rights to acquire unissued or treasury shares of the corporation.

**ARTICLE FIVE:**

The street address of the initial principal office of this corporation is **1688 Meridian Avenue, Suite 802, Miami Beach, FL 33139**, and the name and address of the Registered Agent of this corporation is:

Kerry E. Rosenthal  
Rosenthal, Rosenthal & Rasco  
1031 N. Miami Beach Blvd.  
N. Miami Beach, FL 33162

**ARTICLE SIX:**


This corporation shall have one (1) director to constitute its initial Board of Directors. The number of directors of the corporation may subsequently be increased or decreased from time to time according to the By-Laws of the corporation, but shall never be less than one (1). The name and address of the initial director of this corporation is: **TAMMY J. GREEN, 1688 Meridian Avenue, Suite 802 Miami Beach, FL 33139.**

**ARTICLE SEVEN:**

The name and address of the incorporator of this corporation, who is the person signing these Articles is:

Kerry E. Rosenthal  
Rosenthal, Rosenthal & Rasco  
1031 N. Miami Beach Blvd.  
N. Miami Beach, FL 33162

NOW THEREFORE, the undersigned incorporator has executed these Articles of Incorporation this 1st day of September, 1995.

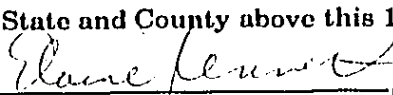
  
Kerry E. Rosenthal

STATE OF FLORIDA )  
                                  <sup>88</sup>  
COUNTY OF DADE )

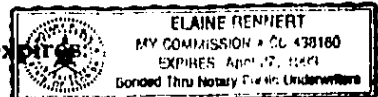
FILED  
1995 SEP -7 AM 7:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

BEFORE ME, the undersigned authority, duly authorized, to take acknowledgments and administer oaths, personally appeared Kerry E. Rosenthal, to me well known to be the person described as the incorporator in and who, in my presence, executed the foregoing Articles of Incorporation, and who acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the State and County above this 1st day of September, 1995.

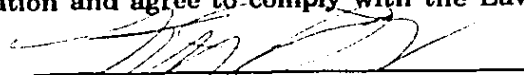
  
Notary Public - State of Florida

My commission expires



ACCEPTANCE OF REGISTERED AGENT

I, Kerry E. Rosenthal, the undersigned, having been designated as Registered Agent in the above and foregoing Articles of Incorporation of THE GREEN AGENCY, INC., do hereby accept such designation and agree to comply with the Laws of the State of Florida relative thereto.

  
Kerry E. Rosenthal  
Registered Agent

3/corp/greenart.inc.