UCC FILING & SEARCH SERVICES, INC. 526 East Park Avenue Tallahassee, FL 32301 (850) 681-6528

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NEW:FILINGS   Profit   NonProfit   Limited Liability   Domestication   Other	AMENDMENTS Amendment Resignation of R.A. Officer/Director Change of Registered Agent Dissolution/Withdrawal Merger	Certificate of FICTITIOUS NAMES
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# FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

April 17, 2000

UCC FILING & SEARCH SERVICES, INC. 526 E. PARK AVE. TALLAHASSEE, FL 32301

SUBJECT: GREEN CORPS, INC. Ref. Number: W00000010082

RUSH

We have received your document for GREEN CORPS, 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.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

### Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of 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) 487-6927.

Tracy Smith Document Specialist

Letter Number: 700A00020969

### SHUMAKER, LOOP & KENDRICK, LLP

ATTORNEYS AT LAW

101 EAST KENNEDY BOULEVARD, SUITE 2800

TAMPA, FLORIDA 33602

(813) 229-7600

FAX (813) 229-1660

MAILING ADDRESS:

POST OFFICE BOX 172609 TAMPA, FLORIDA 33672-0609

April 19, 2000

VIA HAND DELIVERY

Florida Secretary of State 409 Gaines Street Tallahassee, Florida

Re: Green Corps, Inc.

Dear Sir or Madam:

This letter will serve as our acknowledgment that a corporation exists with the name The Green Corporation and that we relieve the Florida Secretary of State of liability in connection with the Florida Secretary of State accepting Green Corps, Inc. Articles of Incorporation for filing.

If you have any questions regarding the foregoing, please don't hesitate to contact this office.

J. Todd Timmerman

Vertifully yours,

JTT/awr

OTHER OFFICES: CHARLOTTE, NC COLUMBUS, OH TOLEDO, OH

## ARTICLES OF INCORPORATION OF GREEN CORPS, INC.

The undersigned, acting as incorporator of a Florida corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I NAME

The name of the Corporation is GREEN CORPS, INC.

ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the Corporation's principal office and mailing address is 10000 Hines Road, Tampa, Florida 33610.

### ARTICLE III PURPOSE AND EXISTENCE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of Florida. The Corporation's existence shall commence as of the 14<sup>th</sup> day of March, 2000.

#### ARTICLE IV CAPITAL STOCK

The Corporation is authorized to issue 10,000 shares of common stock, \$.001 par value per share.

#### ARTICLE V INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of the Corporation and the street address of the initial registered office of the Corporation are as follows:

<u>N</u>ame

Address

J. Todd Timmerman

101 East Kennedy Boulevard Suite 2800 Tampa, Florida 33602

#### ARTICLE VI INCORPORATOR

The name and address of the person signing these Articles as Incorporator are:

Name

Address

J. Todd Timmerman

101 East Kennedy Boulevard Suite 2800 Tampa, Florida 33602

### ARTICLE VII INDEMNIFICATION

The Corporation shall indemnify any person who is or was a Director, Officer, employee, or agent of the Corporation or was serving at the request of the Corporation as a Director, Officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 14th day of March, 2000.

J. Todd Timmerman, Incorporator

## CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

- 1. The name of the corporation is Green Corps, Inc.
- 2. The name and address of the registered agent and office are:

J. Todd Timmerman

101 East Kennedy Boulevard

**Suite 2800** 

Tampa, Florida 33602

SIGNATURE:

TITLE:

J. Todd Timmerman, Incorporator

DATE:

March 14, 2000

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE:

J. Todd Timmerman, Registered Agent

DATE:

March 14, 2000