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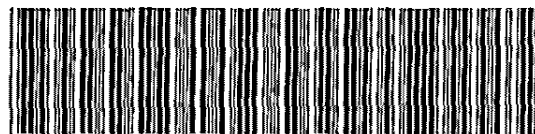
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05/18/04 10:00:00

SHOW ME TREE SERVICE, LLC

5576 Woodcrest Road
Jacksonville, Florida 32205-6355
(904) 786-9984

May 17, 2004

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: Show Me Tree Service, LLC

Dear Sirs:

Enclosed for filing are Articles of Organization for the above-referenced company.

Also enclosed is a check made payable to the Division of Corporations in the amount of \$125.00 representing the filing fee for the Articles.

If you have any questions please contact me at (904) 786-9984.

Sincerely yours,


Van Harms

VH/lh
Enclosures

ARTICLES OF ORGANIZATION OF SHOW ME TREE SERVICE, LLC

The undersigned hereby certifies that I have associated myself for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. I further declare that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company.

ARTICLE I NAME

The name of the limited liability company shall be Show Me Tree Service, LCC, and its principal place of business shall be in the City of Jacksonville, County of Duval, State of Florida, but it shall have the power and authority to establish branch offices at such place or places as may be designated by its members.

ARTICLE II PURPOSES AND POWERS

The general nature of the business or businesses to be transacted and which the limited liability company is authorized to transact, in addition to those authorized by the laws of the State of Florida, and the powers of the limited liability company, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things herein set forth to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of the Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department thereof, and to perform and carry out, assign, cancel, or rescind any of such contracts.
5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated herein otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in such capacity or under such arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest thereof, and to aid, assist, or participate in any lawful enterprise in

connection therewith or incidental to such agency, representation, or service, and to render any other service or assistance insofar as it lawfully may under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers herein set forth, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

7. The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing herein contained shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under the laws of the State of Florida, lawfully carry on, exercise, or do.

ARTICLE III CAPITAL CONTRIBUTIONS

Capital contributions in the amount of Five Hundred Dollars (\$500) cash shall be paid to the limited liability company by the sole member. Additional contributions will be made as required for investment purposes, as determined by consent of the member.

ARTICLE IV PROFITS AND LOSSES

(a) Sharing of Profits. The sole member shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. The sole member shall be entitled to 100% of the net profits. The distributive share of the profits shall be determined and paid to the sole member each year on the anniversary date of the commencement of business of the limited liability company.

(b) Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if such sources are insufficient to cover such losses, by the sole member.

ARTICLE V LIMITED LIABILITY COMPANY POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the

direction of, the sole member of this limited liability company. This article may be amended from time to time in the regulations of the limited liability company by a vote of the sole member of the limited liability company.

ARTICLE VI DURATION

This limited liability company shall exist until May 12, 2034, or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE VII PRINCIPAL PLACE OF BUSINESS

The principal office of this limited liability company shall be located at 5576 Woodcrest Road, in the City of Jacksonville, County of Duval, State of Florida.

ARTICLE VIII MANAGEMENT

Management of this limited liability company is reserved to its sole member, whose name and address is as follows: Van Harms, 5576 Woodcrest Road, Jacksonville, Florida 32205.

ARTICLE IX INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 5576 Woodcrest Road, City of Jacksonville, County of Duval, State of Florida, and the name of its initial registered agent at such address is Van Harms.

ARTICLE X RESTRICTIONS ON MEMBERSHIP

The sole Member shall have the right to admit new members by consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business upon unanimous consent of such remaining members.

The undersigned, being the sole original member of the limited liability company, hereby certifies that the foregoing constitutes the proposed Articles of Organization of Show Me Tree Service, LLC.

Executed by the undersigned at Jacksonville, Duval County, Florida, on May 15,
2004.


Van Harms

To: The Department of State
Tallahassee, Florida 32304


**CERTIFICATE DESIGNATING PLACE OF
BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN FLORIDA, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 608.415 of the Florida Limited Liability Company Act,
the following is submitted:

Show Me Tree Service, LLC, with its place of business at 5576 Woodcrest Road, City
of Jacksonville, Florida, has named Van Harms located at 5576 Woodcrest Road, City of
Jacksonville, State of Florida, as its agent to accept service of process within Florida.

Dated May 15, 2004.


SHOW ME TREE SERVICE, LLC

By: 
Van Harms, as Sole and
Managing Member

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-stated limited liability
company, at the place designated in this certificate, I hereby agree to act in this capacity.

Dated May 15, 2004.


Van Harms