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CERTIFIED PUBLIC ACCOUNTANT
1922 SE PORT ST. LUCIE BLVD.
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(561) 335-2256
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FILED

00 OCT 27 PM 12:10

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

September 11, 2000

Department of State
Division of Corporations
Bureau of Corporate Records
P.O. Box 6327
Tallahassee, FL 32314

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-09/18/00--01089--004
*****78.75 *****78.75

OF THE TREASURE COAST,

RE: TERRA SCAPES, INC.

Gentlemen:

I have enclosed the original and a copy of the articles of incorporation for TERRA SCAPES, INC and a check in the amount of \$ 78.75 computed as follows:

Filing Fee	\$ 35.00
Certified Copy	8.75
Registered Agent Fee	35.00
Total	\$ 78.75

Please certify the copy and return it to me.

Thank you very much for your attention to this matter.

Very truly yours,


William G. Pembroke, CPA

WGP/amg
enclosures

PA 9/19/00
B. 10/27/00



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

September 19, 2000

WILLIAM G PEMBROKE, CPA
1922 SE PORT ST LUCIE BLVD
PORT ST LUCIE, FL 34952

SUBJECT: TERRA SCAPES, INC.
Ref. Number: W00000022856

We have received your document for TERRA SCAPES, INC. and check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned to you for the following reason(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.

If you have any further questions concerning your document, please call (850) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 900A00049398

**ARTICLES OF INCORPORATION
OF
TERRA SCAPES OF THE TREASURE COAST, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is: **TERRA SCAPES OF THE TREASURE COAST, INC.**

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is authorized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares."

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 5288 SW Grove St. Palm City, Florida 34990 and the name of the initial registered agent of this corporation at the address is Robert Ernst. The principal address is the same as the registered office.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one Director constituting the initial Board of Directors. The number of directors may be either increased from time to time by the bylaws; however, there shall never be less than one Director nor more than five. The name and address of the initial Board of Directors of the corporation is:

Robert Ernst - President/Director
5288 SW Grove St.
Palm City, FL 34990

ARTICLE VIII - INCORPORATORS

The name and address of the Incorporator signing these articles is:

Robert Ernst - President/Director
5288 SW Grove St.
Palm City, FL 34990

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or Directors or any former Officer or Directors, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has conferred upon these Articles of Incorporation on the 20 day of OCTOBER, 2000.

A. Ernst
Incorporator

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00 OCT 27 PM 12:10
CLERK OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

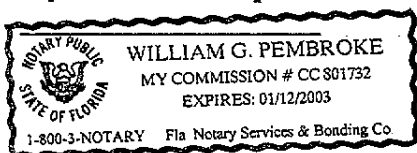
COUNTY OF MARTIN

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, Robert Ernst, personally appeared and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 20 day of OCTOBER, 2000.

William G. Pembroke
Notary Public
State of Florida
at Large

My commission expires:



ACCEPTANCE

I, Robert Ernst, state that I am a permanent resident of Martin County, Florida. I hereby accept the foregoing designation of Resident Agent for Terra Scapes of the Treasure Coast, Inc. with its place of business at 5288 SW Grove St. Palm City, Florida 34990

A. Ernst