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February 14, 2001

Secretary of State Division of Corporation 409 E. Gaines Street Tallahassee, Florida 32399

RE: Gilmar Service Corporation & Felipe's Nursery and Plants, Inc.

Gentlemen:

Enclosed please find the Articles of Incorporation for the above mentioned corporations. Also enclosed is our check in the amount of \$245.00 to cover for your fees for the filing of the corporation.

Should you have any questions or need further information concerning the above, please do not hesitate to call our office.

Sincerely,

Misleydi Montecelo

Manager

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ARTICLES OF INCORPORATION

OF

GILMAR SERVICE CORPORATION



We, the undersigned, do hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, and do hereby adopt the following Articles of Incorporation.

ARTICLE ONE

The name of the corporation shall be:

GILMAR SERVICE CORPORATION

ARTICLE TWO

This corporation shall have perpetual existence, and its corporate existence shall commence at the time of the filing of the Articles of Incorporation by the Department of State.

ARTICLE THREE

The corporation shall engage in activity of business permitted under the laws of the United States and the State of Florida.

ARTICLE FOUR

The aggregate number of shares which this corporation shall have authority to issue is One Hundred Shares (100), with a \$1.00 par value per share.

ARTICLE FIVE

The Street address and mailing address of this corporation's registered and principal office is 2265 WEST 78TH STREET, HIALEAH, FL 33018, and the name of its registered agent is **GILBERTO AGUILA**.

ARTICLE SIX

The names and post office addresses of the members of the first board of directors and officers who shall hold office for the first year of existence of the corporation or until their successors are elected or appointed and have qualified are as follows:

GILBERTO AGUILA 2265 W 78TH ST HIALEAH, FL 33018

ARTICLE SEVEN

The name and address of each person subscribing to the initial shares of the corporation is as follows:

GILBERTO AGUILA, 2265 W 78 STREET, HIALEAH, FL 33018

ARTICLE EIGHT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at the stockholders meeting by a majority of the stockholders entitled to vote thereof.

IN WITNESS WHEREOF, the undersigned has made, subscribed and acknowledged these Articles of Incorporation, this 8TH day of FEBRUARY, 2001.

GILBERTQ AGUILA

STATE OF FLORIDA

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COUNTY OF MIAMI-DADE)

I HEREBY CERTIFY THAT on this day personally appeared before me, GILBERTO AGUILA, to me well known to be the person described in the foregoing Articles of Incorporation of GILMAR SERVICE CORPORATION, who acknowledge to me that he executed the same freely and voluntarily and for the purpose therein expressed.

WITNESS my hand and official seal at Miami, Miami-Dade County, Florida, this 8TH day of FEBRUARY, 2001, Drivers License produced as identification.

Notary Public, State of Florida

My commission expires:

RESIDENT AGENT CERTIFICATE

In pursuant of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said.

That GILMAR SERVICE CORPORATION, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, at Miami, Florida, has named GILBERTO AGUILA, located at 2265 W 78TH STREET, HIALEAH, FL 33018, as its agent to accept service of process within the State.

GILBERTO AGUILA

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to employ with the provisions of said Act relative to keeping open said office.

GILBERTO AGUILA

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SECRETARY OF STATE