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Florida Department of State

Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

G.A.F. LANDSCAPE, INC.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 7, 2001

EXPRESS CORPORATE FILINGS

SUBJECT: G.A.F. LANDSCAPE, INC.
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Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

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01 MAR -7 AM 9:45
SECRETARY OF STATE
DIVISION OF CORPORATIONS

CERTIFICATE OF INCORPORATION
OF
G.A.F. LANDSCAPE, INC.

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida. Providing for the formation, rights privileges immunities and liabilities of incorporation for profit.

ARTICLE I

The name of the corporation should be:

G.A.F. LANDSCAPE, INC.

ARTICLE II

The corporation will engage in any activity or business permitted under the laws of the State of Florida and the United States of America.

ARTICLE III

The maximum number of shares which the corporation is authorized to issue and have outstanding at any one time is 100 shares of common stock, which shares shall be of non par value. All stock is to be issued as fully paid and exempt from assessment.

ARTICLE IV

The pledge, sale, transfer or other disposition of the capital stock may be governed and restricted by the by-laws or written agreement among the stockholders which shall be on file in the office of the corporation.

ARTICLE V

The amount of capital with which its corporation may begin doing business shall be not less than five hundred dollars (\$500.00)

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ARTICLE VI

The existence of the corporation is perpetual.

ARTICLE VII

The initial post office address of the principal office of the corporation in the State of Florida is 14949 NW 117TH AVE MIAMI, FL 33018, The board of directors may from time to time move the principal office to any other address in the State of Florida. The registered address of the corporation is 14949 NW 117TH AVE MIAMI, FL 33018 registered agent at the address is

ANDREW J. GONZALEZ

ARTICLE VIII

The business of the corporation shall be managed by a board of directors consisting of no less than one or more than five directors. A quorum for the holding of a meeting of the board of directors and for the transactions of any business which will be properly done by the directors on behalf of the corporation shall consist of majority of members thereof; but the directors, by unanimous consent in writing, included among the minutes of the corporation, may consent to the doing of any act and such consent in writing shall have the same force and effect as though the said act had been done and authorized at a meeting at which a quorum had been present, or such duties may be delegated to an executive committee.

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ARTICLE IX

The names and post office of the members of the first board of directors and the slate of corporate officers are as follows:

ANDREW J GONZALEZ **14949 NW 117TH AVE**
PRESIDENT **MIAMI, FL 33018**

EDUARDO GUILLEN **6300 SW 39 TERR**
VICE PRESIDENT **MIAMI, FL 33155**

PHILLIP ALATRISTE **12881 SW 117TH ST**
SECRETARY/TREASURE **MIAMI, FL 33186**

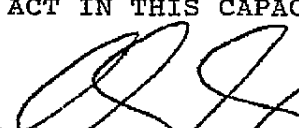
JORGE ESTARELLAS **4215 SW 143RD AVE.**
DIRECTOR **MIAMI, FL 33175**

ARTICLE X

THE STOCK OF THE CORPORATION MAY BE ISSUED PURSUANT TO THE PROVISIONS OF SECTION 1244 OF THE INTERNAL REVENUE SERVICE THE BENEFITS PROVIDED THEREUNDER.

IN WITNESS WHEREOF, WE THE INCORPORATORS HEREUNTO SET OUR HANDS AND SEALS, THIS 1ST DAY OF MARCH, 2001

I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY.


ANDREW J. GONZALEZ
14949 NW 117TH AVE
MIAMI, FL 33018

REGISTERED AGENT/INCORPORATOR

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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