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To: Division of Corporations
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

PEPITO'S NURSERY, INC.

Certificate of Status	0
Certified Copy	1
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F. G. HESSEN

MAY 22 2001

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This Instrument Prepared By:

John P. Maas, Esq.
44 N.E. 16 Street
Homestead, FL 33030
Telephone: 305-247-7132

Florida Bar No. 435910



ARTICLES OF INCORPORATION

OF

PEPITO'S NURSERY, INC.

We, the undersigned incorporators of this corporation under Florida Statute 607, as amended, do hereby associate ourselves to form a corporation and adopt the following Articles of Incorporation.

ARTICLE I
NAME OF CORPORATION

The name of this corporation is: PEPITO'S NURSERY, INC., and the principal office is located at 21900 S.W. 256 Street, Homestead, Florida 33031.

ARTICLE II
PURPOSE AND NATURE OF BUSINESS

The purpose of this corporation and general nature of the business to be conducted are as follows:

To engage in any business activity or endeavor which is lawful under the laws of the State of Florida, and the United States of America.

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ARTICLE III
DURATION OF CORPORATION

This corporation is to have perpetual existence commencing on the date of execution and acknowledgment of these Articles of Incorporation.

ARTICLE IV
CAPITAL STOCK

The maximum number of shares of stock, which this corporation is authorized to have outstanding at any one time, is one hundred (100) shares of Common Stock, each share having no par value.

ARTICLE V
INITIAL CAPITAL CONTRIBUTION

The amount of capital with which this corporation shall begin business shall not be less than Five Hundred (\$500.00) Dollars.

ARTICLE VI
SUBSCRIBERS

The names and addresses of the subscribers of these Articles of Incorporation and the number of shares they have elected to take are as follows:

<u>SUBSCRIBER</u>	<u>ADDRESS</u>	<u>NUMBER OF SHARES</u>
Salvador Sanchez	21900 SW 256 Street Homestead, Florida 33031	50
Jose Velasquez	21900 SW 256 Street Homestead, Florida 33031	50

ARTICLE VII
DIRECTORS

The initial number of Directors of this corporation shall be two (2). The number of Directors may either be increased or decreased from time to time by a vote of the stockholders in conformity with the By-Laws of the Corporation but shall never be less than one (1).

ARTICLE VIII
INITIAL BOARD OF DIRECTORS

The names and addresses of the members of the initial Board of Directors who, subject to the provisions of the Certificate of Incorporation, the By-Laws and the corporation Laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until his or her successors are elected and qualified, are:

<u>NAME</u>	<u>ADDRESS</u>
Salvador Sanchez	21900 S.W. 256 Street Miami, Florida 33031
Jose Velasquez	21900 S.W. 256 Street Miami, Florida 33031

ARTICLE IX
VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purpose shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE X
PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he or she already holds, shall have the right to purchase his or her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 21900 S.W. 256 Street, Homestead, Florida 33031, and the name of the initial Registered Agent of this corporation at that address is: Salvador Sanchez.

ARTICLE XII
INDEMNIFICATION

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

DATED this 21st day of May, 2001.

Salvador Sanchez
Salvador Sanchez

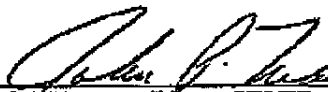
Jose Velasquez
Jose Velasquez

STATE OF FLORIDA)
 :
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority, personally appeared Salvador Sanchez and Jose Velasquez, to me well known to be the persons described in and who acknowledged before me, according to law, that they made and subscribed the same for the purpose therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami-Dade County, State of Florida, this 21st day of May, 2001.

My Commission Expires:


NOTARY PUBLIC - STATE OF FLORIDA
Print Name JOHN P. MAAS



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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST, THAT PEPITO'S NURSERY, INC. IS DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT HOMESTEAD, STATE OF FLORIDA, HAS NAMED SALVADOR SANCHEZ, AT 21900 S.W. 256 Street, Homestead, Florida 33031, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

Signature: Salvador Sanchez
SALVADOR SANCHEZ

Title: President

Date: 5/21/01

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TALLAHASSEE, FLORIDA

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Having been named to accept services of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Signature: Salvador Sanchez
SALVADOR SANCHEZ

Date: 5/21/01

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