

P01000122406

PLEASE SEND ALL CORRESPONDENCE TO:

ELVIRA SMITH
7175 PEMBROKE ROAD
PEMBROKE PINES, FL 33023
954-965-2484

FILED
01 DEC 26 PM 1:40
SECRETARY OF STATE
TALLAHASSEE FLORIDA

*10:35 - sending box
12/31/01 - principal address required*

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Elvira Smith GAVE
AUTHORIZATION BY PHONE TO
CORRECT Ratthunder signature
DATE 12-31-01
DOC. EXAM Dan White

WD12968D

D. WHITE DEC 31 2001

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE OF INCORPORATION

OF

AGRO-ORGANIC NURSERY & LANDSCAPING SERVICES, INC.,

ARTICLE I

NAME OF CORPORATION

The name of this corporation is:

AGRO-ORGANIC NURSERY & LANDSCAPING SERVICES, INC.,
Principal Address: 18636 90th Street North, Loxahatchee, FL 33470

ARTICLE II

NATURE OF BUSINESS AND POWERS

The general nature of the business to be transaction by this corporation is to engage in nursery and landscaping.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issued and have outstanding at any one time is Five Hundred (500) shares of common stock having a par value of \$1.00. The amount of capital with which this corporation shall commence business shall not be less than Five Hundred (\$500.00) Dollars.

ARTICLE IV

TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE V
REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial Registered Office of this corporation in the State of Florida shall be as follows:

EDUARDO DIAZ

Mailing address: 18636 90TH Street North, Loxahatchee, Fl 33470 which is also the corporate address.

ARTICLE VI
BOARD OF DIRECTORS

This corporation shall have two (4) director initially. The number of directors may be increased or diminished from time to time by the By-Law adopted by the Stockholders, but shall never be less than one (4).

ARTICLE VII
INITIAL DIRECTORS

the name of the initial directors of this corporation and their address are:

Eduardo Diaz
18636 90th Street North
Loxahatchee, Fl 33470

Roberto Diaz
18636 90th Street North
Loxahatchee, FL 33470

Emma Diaz
18636 90th Street North
Loxahatchee, Fl 33470

Jose Ignacio Martinez
18636 90th Street North
Loxahatchee, FL 33470

The persons named as initial directors shall hold office for the first year of existence of this corporation or until their successors are elected or appointed and has qualified, whichever occurs first.

ARTICLE VIII
INCORPORATORS

The name and address of the persons signing these Articles of Incorporation as the
Incorporators are as follows:

Eduardo Diaz
18636 90th Street North
Loxahatchee, Fl 33470

Roberto Diaz
18636 90th Street North
Loxahatchee, FL 33470

Emma Diaz
18636 90th Street North
Loxahatchee, Fl 33470

Jose Ignacio Martinez
18636 90th Street North
Loxahatchee, FL 33470

ARTICLE IX
AMENDMENT

The Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved the Board of Directors, proposed by them to the Stockholders and approved at a Stockholders' Meeting by at least a majority of the stockholders entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporators have executed the foregoing ARTICLES OF INCORPORATION on this 19 day of December, 2001.

Eduardo Diaz
18636 90th Street North
Loxahatchee, Fl 33470

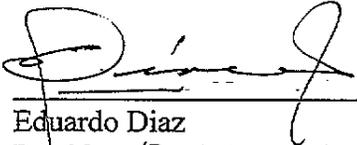
Roberto Diaz
18636 90th Street North
Loxahatchee, FL 33470

Emma Diaz
18636 90th Street North
Loxahatchee, Fl 33470

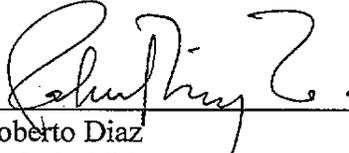
Jose Ignacio Martinez
18636 90th Street North
Loxahatchee, FL 33470

ACKNOWLEDGMENT

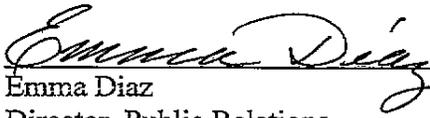
Having been named to accept service of process for the above stated corporation,
at the place designated in this Certificate, I hereby accept to act in this capacity and agree to
comply with the provisions of said Act relative to keeping open said office.



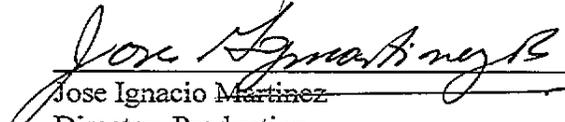
Eduardo Diaz
President/Registered Agent/Incorporator



Roberto Diaz
Technical Director



Emma Diaz
Director, Public Relations



Jose Ignacio Martinez
Director Production

STATE OF FLORIDA)
 : ss:
COUNTY OF BOARD)

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SECRETARY OF STATE
TALLAHASSEE FLORIDA