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1200 Brickell Avenue
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VIA FEDERAL EXPRESS

April 12, 2002

Florida Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Attn: New Corporation Filings

Re: **Filing Articles of Incorporation for**
Honduran Pine Exports, Inc.

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-04/15/02--01049--008
*****78.75 *****78.75

FILED
02 APR 15 AM 10:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


Dear Sir/Madam:

Enclosed please find one original and one copy of the Articles of Incorporation for Honduran Pine Exports, Inc. and the filing fee of \$70.00. Please file the Articles with the Secretary of State and return a file-stamped copy in the enclosed Federal Express envelope addressed to Garth Scott, 7800 S.W. 57th Avenue, Suite 207-B, Miami, Florida 33143.

Also, please provide me with a copy of a certificate of good standing for Honduran Pine Exports, Inc. Enclosed is the fee in the amount of \$8.75 for the certificate of good standing.

Please call me if you have any questions.

Very truly yours,


Brian J. Stack

BJS:mw

Enclosures:

1. original and one copy of Articles of Incorporation
2. self-addressed Federal Express envelope
3. check made payable to "Florida Department of State"

CD 4-22

**ARTICLES OF INCORPORATION
OF
HONDURAN PINE EXPORTS, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporators to these Articles of Incorporation, hereby form a corporation for profit pursuant to the provisions of the Florida Corporate Code and other laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be: Honduran Pine Exports, Inc. (hereinafter called the "Corporation").

ARTICLE II - INITIAL MAILING ADDRESS

The Corporation's initial mailing address shall be:

9129 SW 129 Lane
Miami, Florida 33176

ARTICLE III - PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for a corporation organized under the Florida Corporate Code.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time shall be 1,000 shares of common stock, par

value Zero and 01/100 Dollars (\$0.01) per share.

ARTICLE V - INITIAL REGISTERED AGENT

The initial Registered Agent and the street address of the initial registered office of the Corporation is Brian J. Stack, Esq., 1200 Brickell Avenue, Suite 950, Miami, Florida 33131.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The Corporation shall have three directors initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the Corporation, but shall never be less than three. The names and addresses of the initial directors of the Corporation are as follows:

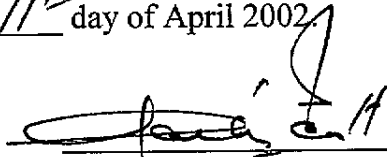
<u>NAME</u>	<u>ADDRESS</u>
Nicholas Scott	9129 SW 129 Lane Miami, Florida 33176
Sean Scott	9129 SW 129 Lane Miami, Florida 33176
Garth Scott	9129 SW 129 Lane Miami, Florida 33176

ARTICLE VII - INCORPORATORS

The names and address of the person signing these Articles of Incorporation are as follows:

Garth Scott	9129 SW 129 Lane Miami, Florida 33176
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IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed these
Articles of Incorporation this 11th day of April 2002.

A handwritten signature in black ink, appearing to read "Garth Scott", is written over a horizontal line.

Garth Scott, Incorporator

**CERTIFICATE DESIGNATING THE ADDRESS
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

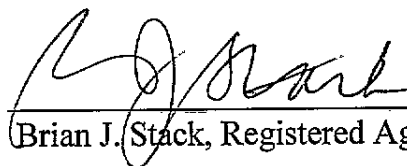
W I T N E S S E T H:

That Honduran Pine Exports, Inc., desiring to organize under the laws of the State of Florida, has named Brian J. Stack, Esq., located at 1200 Brickell Avenue, Suite 950 Miami, Florida 33131, as its registered agent and to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named as registered agent and to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity, and I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent under Section 607.0505, Florida Statutes.

Dated this 11th day of April 2002.



Brian J. Stack, Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA