

M. CATHERINE CHILLINGWORTH

257 GRANADA ROAD

WEST PALM BEACH, FLORIDA 33401

TELEPHONE (561) 659-0720

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July 19, 2002

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

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Re: Articles of Incorporation
GREEN HARBOR COMPANY

Gentlemen:


Enclosed are an original and one copy of Articles of Incorporation for the above corporation together with a check for fees as follows:

Filing Fee	\$ 35.00
Certified Copy of Charter	8.75
Resident Agent Certificate	35.00
Certificate of Status	<u>8.75</u>
Total	\$ 87.50

FILED
02 JUL 22 AM 8:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Please send us a certified copy of the Articles when filed and a Certificate of Status. Thank you for your cooperation and assistance.

Sincerely,



Mary Catherine Chillingworth
Secretary

Enclosures

P02000079464

**Articles of Incorporation
of
GREEN HARBOR COMPANY**

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02 JUL 22 AM 8:50
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Article I - Name

The name of this corporation is **Green Harbor Company**.

Article II - Effective Date and Duration

This corporation shall begin existence as of the date of filing with the Secretary of State and continue perpetually unless dissolved.

Article III - Purpose

This corporation is organized for the purpose of transacting any lawful business.

Article IV - Common Stock

This corporation is authorized to issue one thousand (10,000,000) shares of no par value per share common stock.

Article V- Authority

This corporation has the authority to conduct any and all lawful business which can be legally conducted by any corporation.

Article VI- Dividends

This corporation shall pay dividends upon the terms and conditions specified by the Board of Directors from time to time.

Article VII - Incorporators, Officers and Directors

The following person hereby incorporates this corporation, holds the offices indicated, subscribes to the number of shares indicated, and resides at the address listed:

Name and Address	Number of Shares	Office
Mary Catherine Chillingworth 257 Granada Road West Palm Beach, FL 33401	1,000,000	Secretary & Director

The following person holds the office indicated, subscribes to the number of shares indicated, and resides at the address listed:

William A. Reed 6328 North 108 th Ave. Cir. Omaha, NE 68164	1,000,000	President & Director
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Directors shall hold office for a period of one (1) year and shall be elected at each shareholder's meeting. There shall be two (2) directors initially.

Article VIII- Powers of Directors

In furtherance and not in limitation of the powers conferred by Statute, the Board of Directors is expressly authorized to make and alter the By-Laws of this corporation to fix the amount to be reserved as working capital over and above its capital stock paid in, and to authorize and cause to be executed mortgages and liens upon real and personal property belonging to this corporation. The Board of Directors shall also have the authority to hire and fire all employees of the corporation and to fix their compensation, unless these responsibilities are delegated to an officer.

Article IX - Principal Place of Business

The principal place of business of this corporation shall be 257 Granada Road, West Palm Beach, FL 33401, whose mailing address is the same. The Board of Directors may from time to time move the place of business of this corporation.

Article X - Registered Agent

The Registered Agent for service of process of this corporation who shall serve until removed by the Board of Directors, is Mary Catherine Chillingworth, 257 Granada Road, West Palm Beach, FL 33401.

Article XI - Private Property of Shareholders

The private property of the shareholders shall not be subject to the payment of any corporate debts to any extent whatsoever.

Article XII - Excess Salary

In the event that the Internal Revenue Service determines that a portion of the salary paid by this corporation to any of its employees, including its officers and directors, is excessive under the law as it exists at the time, and will not allow the corporation to deduct said portion of salary from its earnings as an operation expense, said portion of salary deemed to be excessive shall be automatically repaid to the corporation.

Article XIII - Excess Business Expense

In the event that the Internal Revenue Service determines that any business expense of the corporation is invalid or excessive under the law as it exists at that time, and will not allow the corporation to deduct a portion of said business expense, said portion of the business expense deemed to be excessive shall be automatically repaid to the corporation.

Article XIV - Amendments

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned being the original subscriber to the shares of capital stock hereinafter described, for the purpose of forming a corporation to do business under the laws of the State of Florida, does hereby make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and does agree to take the number of shares as hereinabove set forth, and hereunto has set his hand and seal this 20th day of April, 2002.


Mary Catherine Chillingworth

**STATE OF FLORIDA
COUNTY OF PALM BEACH**

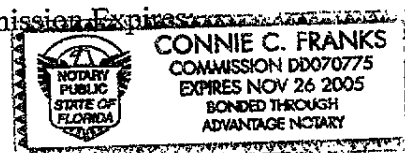
BEFORE ME, the undersigned authority, this day personally appeared Mary Catherine Chillingworth, to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that she executed the same for the purpose therein expressed.

WITNESS my hand and official seal this 20th day of April, 2002.


Notary Public

My Commission Expires ~~11/26/2005~~

(SEAL)



Acceptance

I, Mary Catherine Chillingworth, whose address is 257 Granada Road, West Palm Beach, Florida 33401, do hereby accept the appointment of Registered Agent for **GREEN HARBOR COMPANY**.


Mary Catherine Chillingworth
Registered Agent

FILED
02 JUL 22 AM 8:50
CLERK OF STATE
TALLAHASSEE FLORIDA