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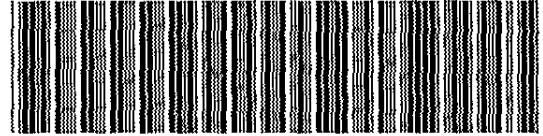
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TALLAHASSEE, FLORIDA  
02 OCT 30 PM 2:20

BR/31

## Transmittal Letter

Department of State  
Division of Corporations  
Tallahassee, FL 32314

**Subject:** De Arce's Green Solutions, Inc.

Enclosed is an original and one (1) Copy of the articles of incorporation and a check for:

<u>      </u> \$ 70.00	<u>  X  </u> \$78.75	<u>      </u> \$122.50	<u>      </u> \$131.25
Filing Fee	Filing Fee & Certificate	Filing Fee & Certified	Filing Fee Certified Copy & Certificate

**From:** David R. Diaz de Arce  
2185 James Dr.  
St. Cloud FL 34771  
407-361-0858

**Note: Please Provide the original and one copy of the articles.**

BR 10/30  
W-29744



FLORIDA DEPARTMENT OF STATE

Jim Smith  
Secretary of State

October 15, 2002

DAVID R DIAZ DE ARCE  
2185 JAMES DR  
ST CLOUD, FL 34771

SUBJECT: DE ARCE'S GREEN SOLUTIONS, INC.  
Ref. Number: W02000029744

We have received your document for DE ARCE'S GREEN SOLUTIONS, INC.. However, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$78.75. Your document will be retained in our pending file.

If you have any further questions concerning your document, please call (850) 245-6919.

Beth Register  
Corporate Specialist Supervisor  
New Filings Section

Letter Number: 502A00057498

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TALLAHASSEE, FLORIDA  
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## Articles of Incorporation of De Arce's Green Solutions

# Articles of Incorporations

In Compliance with Chapter 607 and /or Chapter 621, F.S. (Profit)

### ARTICLE I NAME

The name of the corporation shall be: De Arce's Green Solutions, Inc.

### ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailling address is: De Arce's Green Solutions, Inc.  
2185 James Dr.  
St. Cloud, FL 34771

### ARTICLE III PURPOSE

The purpose for which the corporation is organized is: The Corporation is organized for the purpose of transacting any or all lawful business.

### ARTICLE IV SHARES

The number of shares of stock is: This corporation is authorized to issue (10,000) shared of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares."

### ARTICLE V INITIAL OFFICERS/DIRECTORS (optional)

This corporation shall have three Directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws, But shall never be less than one. The names and address of the initial directors of this Corporation are:

#### **Directors**

David R Diaz de Arce  
2185 James Dr.  
St. Cloud, FL 34771

## Articles of Incorporation of De Arce's Green Solutions

June Diaz de Arce  
2185 James Dr.  
St. Cloud, FL 34771

Clarence Kenneth Spaulding  
312 Tennessee Ave.  
St. Cloud, FL 34771

**President & Treasurer**  
David R. Diaz de Arce  
2185 James Dr.  
St. Cloud, FL 34771

### ARTICLE VI REGISTERED AGENT

The name and Florida street address of the registered agent is:

David R. Diaz de Arce  
2185 James Dr.  
St. Cloud, FL 34771

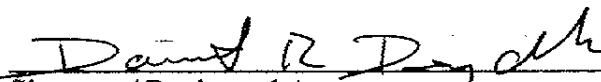
### ARTICLES VII INCORPORATOR

The name and address of the Incorporator is:

David R. Diaz de Arce  
2185 James Dr.  
St. Cloud, FL 34771

.....

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

  
Signature/ Registered Agent

10-11-02  
Date

  
Signature/ Incorporator

10-11-02  
Date

## Articles of Incorporation of De Arce's Green Solutions

### ARTICLE VIII CALLING OF SPECIAL MEETINGS

Special meetings of Shareholders may be called by the Board of Directors of this Corporation.

### ARTICLE IX PREEMPTIVE RIGHTS

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

### ARTICLE X CALLING OF SPECIAL MEETINGS

Special meetings of Shareholders may be called by the Board of Directors of this Corporation.

### ARTICLE XI SHAREHOLDER QUORUM AND VOTING

Fifty-one percent (51%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of Fifty-one percent (51 %) of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the share holders.

### ARTICLE XII INDEMNIFICATION

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

### ARTICLE XIII AMENDMENT

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

Articles of Incorporation of De Arce's Green Solutions, Inc.

ARTICLE XIV RESTRICTIONS ON TRANSFER OF STOCK

Share of capital stock of this Corporation shall be issued initially to the following persons in the amount set forth:

David R. Diaz de Arce.... 5,100 Shares

Capital Stock ...4,900

Shares held by the initial shareholder may be resold without restriction.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 11 day of October, 2002.

  
David R. Diaz de Arce, - Incorporator

STATE OF FLORIDA                     )  
   ) SS  
COUNTY OF OSCEOLA                 )

BEFORE me a notary public authorized to take acknowledgements in the State and County set forth above, Personally appeared: David R Diaz de Arce known to me to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF I have hereunto set my hand and affixed my official seal, in the state and County aforesaid this 11th day of October, 2002.

(Notary Seal)



Notary Public, State of Florida

My commission expires: 9-29-05

