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03 JAN 21 PM 1: 2 SECRETARY OF STA FALLAHASSEE, FLOR

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FEINBERG, ISAAR & SMITH, P.A.

d/b/a DEBT RELIEF LEGAL CENTERS

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Barbara C. Rodriguez			
Patrick R. Smith***	_		
Charles T. Stohlman	· · · · · · · · · · · · · · · · · · ·		
			

^{*} Of Counsel

January 9, 2003

Department of State Division of Corporations Corporate Filings P.O. Box 6327 Tallahassee, FL 32314

Dear Division of Corporations:

Please find enclosed the Articles of Incorporation for Horticultural Management Industries, Inc. Also enclosed, please find a check for \$70.00 for the filing fee.

Please file these Articles of Incorporation.

Sincerely,

Andrena Westcott

Paralegal to Malka Isaak

andrenaWestwit

^{**} Board Certified in Business Bankruptcy Law

^{***} Board Certified in Consumer Bankruptcy Law

ARTICLES OF INCORPORATION

OF

FILED 03 JAN 21 PM 1: 29

HORTICULTURAL MANAGEMENT INDUSTRIES, INC.

ECKETARY OF STATE ALLAHASSEE, FLORIDA

The undersigned Incorporator for the purpose of forming a corporation under Chapter 607 Florida Statutes, hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME AND ADDRESS

The name of this corporation is HORTICULTURAL MANAGEMENT INDUSTRIES, INC.

The business mailing address of the corporation is P.O. BOX 1374, BRANDON FLORIDA 33509.

ARTICLE II - DURATION

The duration of the corporation is perpetual.

ARTICLE III - COMMENCEMENT OF EXISTENCE

The corporation shall commence its existence at the time that the Articles of Incorporation are subscribed to and acknowledged.

ARTICLE IV - SHARES OF STOCK

The aggregate number of shares which the corporation is authorized to issue is 1,000. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

ARTICLE V - PURPOSE

This corporation is organized for the purpose of transacting any business that a corporation may engage in under the laws of the State of Florida.

ARTICLE VI - INITIAL SUBSCRIBER

The initial subscriber to these Articles of Incorporation is NEAL THOMPSON whose address is 1305 GANGPLANK DR., VALRICO, FL 33594.

ARTICLE VII - OFFICERS AND DIRECTORS

Officers and Directors shall be duly elected by the Bylaws of the Corporation and shall serve until the next election or their resignation. The officers and directors may either be increased or decreased from time to time by the Bylaws, but shall never be less than one.

ARTICLE VIII - BYLAWS

The Bylaws of the Corporation shall be made by the Initial Subscriber. The Bylaws shall be adopted and may be amended in accordance with the procedure set forth in the Bylaws.

ARTICLE IX - AMENDMENTS

The Articles of Incorporation of the Corporation may be amended by resolution of the Board of Directors, approved by the members of the Corporation, as provided in the Bylaws of the Corporation.

ARTICLE X - RESIDENT OFFICE AND REGISTERED AGENT

The Resident Office and the Registered Agent of the Corporation shall be:

NEAL THOMPSON 1305 GANGPLANK DR. VALRICO, FL 33594

The undersigned subscriber has executed these Articles of Incorporation this 9th day of January

2003.

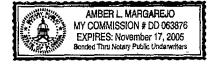
NEAL THOMPSON

STATE OF FLORIDA COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 9^{TH} day of January 2003, by NEAL THOMPSON, who is personally known to me or produced PL as Identification and who did take an oath.

NOTARY PUBLIC:

State of Florida at Large (Seal)



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for HORTICULTURAL MANAGEMENT INDUSTRIES, INC., at the place designated in the Articles of Incorporation, I, Neal Thompson, hereby agree to act in this capacity, and agrees to comply with the provisions of Section 48.091, Florida Statutes, relative to keeping such office open.

By:

Neal Thompson 1305 Gangplank Dr. Valrico, FL 33594

> 03 JAN 21 PH 1: 29 SECRETARY OF STATE ALLAHASSEF FLORING