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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**RICE ROSE & SNELL**  
A FULL SERVICE LAW FIRM

May 21, 2003

Corporate Records Bureau  
Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, FL 32301

**RE: Duteau, Inc.; Green Realty Investment Group, Inc.**

Gentlemen:

Enclosed you will find the Articles of Incorporation regarding the above corporations. Please file the same and forward confirmation to this office.

Also enclosed are two checks for \$70.00 each to cover the following costs and fees:

Filing Fee	35.00
Registered Agent	<u>35.00</u>
	\$70.00

Thank you for your assistance in this matter.

Sincerely,

James L. Rose, Esquire

JLR/bjr  
Encs.



Principal Office: 222 Seabreeze Boulevard • Daytona Beach, FL 32118 • 386.257.1222 • Fax 386.258.9694

Mailing Address: Post Office Box 2599 • Daytona Beach, FL 32115

Flagler County Office: 1 Florida Park Drive South • Suite 301 • Palm Coast, FL 32137 • 386.445.9007

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
DUTEAU, INC.**

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The undersigned subscribers, each a natural person competent to contract, hereby form a corporation under the laws of the State of Florida, and adopt the following Articles of Incorporation:

**ARTICLE I - NAME**

The name of the corporation shall be Duteau, Inc.

**ARTICLE II - PRINCIPAL PLACE OF BUSINESS**

The initial principal place of business of this corporation in the State of Florida shall be 3757 South Atlantic Avenue, Unit 707, Daytona Beach Shores, FL 32118. The Board of Directors from time to time may move the principal office to any other address in Florida.

**ARTICLE III - NATURE OF BUSINESS**

The general purposes for which the corporation is organized are:

1. To transact any lawful business for which corporations may be incorporated under the laws of Florida;
2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

**ARTICLE IV - CAPITAL STOCK**

The maximum number of shares of common stock that this corporation is authorized to have outstanding at any one time is 100 shares, having a par value of \$1.00 per share.

#### ARTICLE V - REGISTERED AGENT

The name of the initial registered agent of the corporation shall be Ernest R. Duteau. The street address of the initial registered office shall be 3757 South Atlantic Avenue, Unit 707, Daytona Beach Shores, FL 32118.

#### ARTICLE VI - INITIAL CAPITAL

The amount of capital with which this corporation will begin business is \$100.00.

#### ARTICLE VII - TERM OF EXISTENCE

This corporation is to exist perpetually.

#### ARTICLE VIII - DIRECTORS

This corporation shall initially have two Directors. The names and street addresses of the initial members of the Board of Directors are:

<u>Name</u>	<u>Address</u>
Ernest R. Duteau	3757 South Atlantic Ave., Unit 707 Daytona Beach Shores, FL 32118
Kathleen A. Duteau	3757 South Atlantic Ave., Unit 707 Daytona Beach Shores, FL 32118

#### ARTICLE IX - INCORPORATOR

The name and street address of each incorporator to these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Ernest R. Duteau	3757 South Atlantic Ave., Unit 707 Daytona Beach Shores, FL 32118
Kathleen A. Duteau	3757 South Atlantic Ave., Unit 707 Daytona Beach Shores, FL 32118

ARTICLE X - AMENDMENT

This 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 shareholder is subject to this reservation.

ARTICLE XI - PRE-EMPTIVE RIGHTS

Every stockholder, upon the sale for cash or any new stock of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others; which price, in the case of par value shares, may be in excess of par.

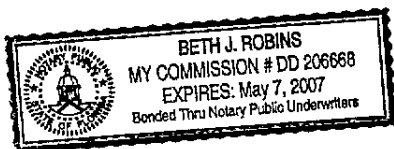
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 14th day of May, 2003.

Ernest R. Duteau  
Ernest R. Duteau

Kathleen A. Duteau  
Kathleen A. Duteau

STATE OF FLORIDA  
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 14th day of May, 2003 by ERNEST R. DUTEAU and KATHLEEN A. DUTEAU who are personally known to me or who have produced 719. D.L. as identification and who did take an oath.



Beth J. Robins  
Notary Public, State of Florida

Printed Notary Signature  
At Large  
My Commission Expires:

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

In compliance with Section §48.091, Florida Statutes, the following is submitted:

That Duteau, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Daytona Beach Shores, State of Florida, has named Ernest R. Duteau, located at 3757 South Atlantic Avenue, Unit 707, City of Daytona Beach Shores, State of Florida, as its Agent to accept service of process within Florida.

  
(Corporate Officer)

Title: Vice President

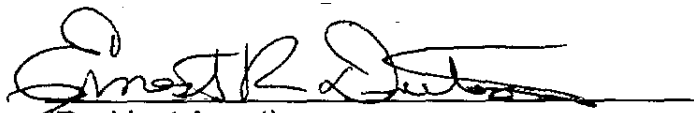
Date: 5/14/03

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TALLAHASSEE, FLORIDA

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Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

  
(Resident Agent)

Date: 5/14/03