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June 26, 2003

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

RE: TREE MASTERS, INC.

Dear Sir/Madam:

For the purpose of causing incorporation of the captioned entity, I enclose original and one copy of the Articles of Incorporation and my draft of \$122.50 in payment of the following costs:

Filing Fee	\$35.00
Resident Agent Designation	35.00
Certified Copy of Articles	<u>52.50</u>
	\$122.50

At your earliest convenience, please provide the undersigned with a certified copy of the Articles.

Sincerely,


Robert T. Gilligan

RTG
Encl

**ARTICLES OF INCORPORATION
OF
TREE MASTERS, INC.**

THIS IS TO CERTIFY that we, the undersigned, do hereby associate ourselves into a corporation for profit under the general laws of the State of Florida, and do hereby certify that:

ARTICLE I

The name of the corporation is Tree Masters, Inc.

ARTICLE II

This corporation shall have perpetual existence commencing on the date of filing of these articles with the Department of State.

ARTICLE III

This corporation is organized for the purpose of engaging in all activities and business endeavors permitted and legal under the laws of the State of Florida.

ARTICLE IV

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his or her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V

The principal place of business and mailing address of the corporation is 8120 NW 73 Avenue, Tamarac, FL 33321.

ARTICLE VI

This corporation shall have two (2) directors constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the By-Laws.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII

The names and addresses of the members of the initial Board of Directors of this corporation are: Michael Christopher Kisslan, 8120 NW 73 Avenue, Tamarac, FL 33321 and Ricky Buoni, 1833 NE 153 Street, North Miami Beach, FL 33162.

ARTICLE VIII

The names and addresses of the incorporators of these Articles of Incorporation are: Michael Christopher Kisslan, 8120 NW 73 Avenue, Tamarac, FL 33321 and Ricky Buoni, 1833 NE 153 Street, North Miami Beach, FL 33162. —

ARTICLE IX

This corporation shall indemnify and protect any officer or director, any former officer or director, to the full extent permitted by the law.

ARTICLE X

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

ARTICLE XI

The amount of paid-in capital with which the corporation shall begin business has and shall not be less than Five Hundred Dollars (\$500.00), to be paid either in cash, merchandise, real estate, machinery or services as may be determined by the Board of Directors, and the total amount of shares of stock authorized to be issued by this corporation shall be one hundred shares (100) having no par value.

ARTICLE XII

The name and address of the initial registered agent is Michael Christopher Kisslan, 8120 NW 73 Avenue, Tamarac, FL 33321.

IN WITNESS WHEREOF, I have hereunto subscribed my hand and seal this 25 day of June, 2003.

Michael C Kisslan 062503

[Signature] 062503

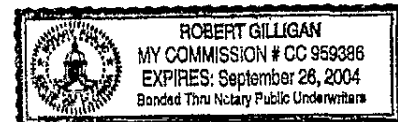
STATE OF FLORIDA }

COUNTY OF BROWARD }

The foregoing instrument was acknowledged before me this 25 day of June, 2003, by Michael Christopher Kisslan and Ricky Buoni Buoni who are known to me personally or have produced a Florida driver's license as identification and who did take an oath.

[Signature]
Notary Public, State of Florida

My Commission expires: _____



CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida.

1. The name of the corporation is Tree Masters, Inc.
2. The name and address of the registered agent and office is Michael Christopher Kisslan, 8120 NW 73 Avenue, Tamarac, FL 33321.

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.



RESIDENT AGENT

Dated: June 25, 2003

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03 JUN 27 AM 9:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA