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(Business Entity Name)

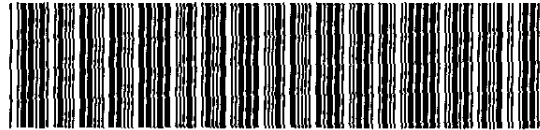
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FILED
JUL 15 2004
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74 7/16/04

MELISSA D. MUNROE
ATTORNEY AT LAW
2813 S. HIAWASSEE RD., #201
ORLANDO, FLORIDA 32835

REPLY TO:
P.O. Box 533942
Orlando, FL 32853

Telephone
(407) 253-9292

Facsimile
(407) 291-2701

June 28, 2004

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

RE: R & M TREES, INC.

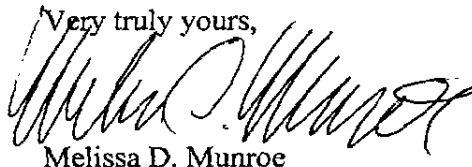
Dear Sir or Madame:

Enclosed herein is the duly executed original and a copy of the Articles of Incorporation of the proposed corporation, R & M TREES, INC. and a check in the amount of \$78.75 for payment of costs involved in filing this proposed corporation.

Please endorse your approval of the Articles of Incorporation on the copy, certify and return said copy to this office at your earliest convenience.

Thank you so much for your assistance in this matter.

Very truly yours,



Melissa D. Munroe

Enclosures

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RECEIVED

11-25403

**ARTICLES OF INCORPORATION
OF
R & M TREES, INC.**

FILED
JAN 11 1968
TALLAHASSEE, FLA.

ARTICLE I. - NAME

The name of this Corporation is R & M TREES, INC.

ARTICLE II. - DURATION

This Corporation shall exist perpetually.

ARTICLE III. - PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business or activities at any of its branches at one or more offices or agencies, both within and without the State of Florida, in any and all other states, territories and colonies of the United States, and in any and all foreign countries, subject to the laws of such state, district, territory, colony or country.

ARTICLE IV. - CAPITAL STOCK

The amount of paid capital with which the Corporation will commence business is ONE THOUSAND and NO/100 (\$1,000.00) DOLLARS.

This Corporation is authorized to issue TEN THOUSAND (10,000) shares of Common Stock of ONE and NO/100 (\$1.00) DOLLARS per share par value which shall be designated Common Shares.

ARTICLE V. - PREEMPTIVE RIGHTS

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

ARTICLE VI. - BOARD OF DIRECTORS

This Corporation shall be conducted and managed by Two (2) Directors. The number of Directors may be fixed from time to time by the By-Laws of the Corporation but shall never be less than one.

The name and address of the initial Directors of this Corporation and their respective office is:

RICHARD S. deNOYELLES.....Director

MICHAEL SWATKOWSKI.....Director
P.O. Box 171
Windermere, FL 34786

ARTICLE VII. - INCORPORATORS

The name and place of residence of the original subscriber of the capital stock, number of shares subscribed and the value of the consideration therefore which subscriber agrees to take is as follows:

RICHARD S. deNOYELLES, Orange County, Florida
500..... shares of stock at \$1.00 per share

MICHAEL SWATKOWSKI, Orange County, Florida
500..... shares of stock at \$1.00 per share

ARTICLE VIII. - BY-LAWS

The Corporation reserves the right to amend, alter, change or repeal any provision contained in the Articles of Incorporation in the manner as hereunder prescribed by statutes, and all rights conferred on Stockholders herein are granted subject to this reservation.

The undersigned, being the *Original Subscriber* to the capital stock hereinabove named, for the purpose of forming a Corporation to do business within the State of Florida, do make and file this Certificate, hereby declaring and certifying that the facts herein stated are true and so respectively agree to take the number of shares of stock hereinabove set forth and accordingly have hereunto set my hand and seal, this 11 day of May, 2004.

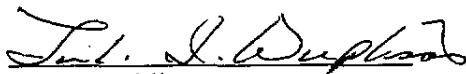


RICHARD S. deNOYELLES


MICHAEL SWATKOWSKI

STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, personally appeared **Richard S. deNoyelles and Michael Swatkowski**, to me known, and they acknowledge that they are the person who made and subscribed the above and foregoing Articles of Incorporation for the uses and purposes therein expressed.

IN WITNESS WHEREOF, I have set my hand and official seal this 11th day of May, 2004.


Notary Public **Linda I. Duplessis**
 Commission # DD 046077
Expires Sep. 15, 2005
Bonded Thru
Atlantic Bonding Co., Inc.

**STATE OF FLORIDA
DEPARTMENT OF STATE**

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

R & M TREES, INC. is a Corporation organized under the Laws of the State of Florida and the following is submitted in compliance with Chapter 48.091, Florida Statutes.

The Principal Office of this Corporation is located in the City of Windermere, County of Orange, State of Florida, its Post Office address, P.O. Box 171, Windermere, FL 34786, and has named MELISSA D. MUNROE, 2813 S. Hiawasse Rd., Suite 201, Orlando, FL 32835, as its registered Agent to accept Service of Process within this State.

ACKNOWLEDGMENT:

Having been named to accept Service of Process for the above stated corporation, at the place designated in the Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of said act relative to keeping open said office.

A handwritten signature in black ink, appearing to read 'Melissa D. Munroe', written over a horizontal line.

MELISSA D. MUNROE as
Registered Agent