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BRENNER&DIENSTAG, P.A.

PAGE 01

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To:
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From:
Account Name : BRENNER & DIENSTAG, P.A.
Account Number : I20010000124
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FLORIDA PROFIT CORPORATION OR P.A.

Green-Side-Up Growers, Inc.

Certificate of Status	1
Certified Copy	0
Page Count	04
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ARTICLES OF INCORPORATION
OF
GREEN-SIDE-UP GROWERS, INC.

a Florida Corporation

ARTICLE I - NAME

The name of this corporation is GREEN-SIDE-UP GROWERS, INC, a Florida Corporation.

ARTICLE II - DURATION

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

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated, under Chapter 607, Florida Statutes, as now exists or as may hereafter be amended.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of One Dollar (\$1.00) per value common stock, which shall be designated as "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICER AND AGENT

The street address of the initial registered office of this corporation is 12420 SW 195th Terrace, Miami, FL 33177, and the name of the initial registered agent of this corporation at that address is PEDRO P. RODRIGUEZ.

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ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have 1 Director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the bylaws; however, there shall never be less than 1 Director. The name and address of the initial Board of Directors of this corporation is:

PEDRO P. RODRIGUEZ
12420 SW 195th Terrace, Miami, FL 33177

ARTICLE VII - INCORPORATOR

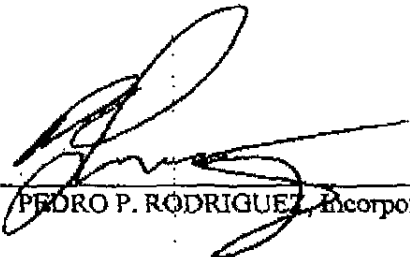
The names and addresses of the Incorporators signing these Articles are:

PEDRO P. RODRIGUEZ
12420 SW 195th Terracc, Miami, FL 33177

ARTICLE VIII - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 2nd day of June, 2005.



PEDRO P. RODRIGUEZ, Incorporator

STATE OF FLORIDA)

)ss.

COUNTY OF MIAMI-DADE)

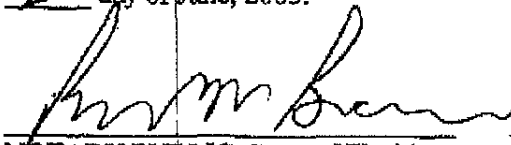
BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared PEDRO P. RODRIGUEZ, personally known to me or who

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produced Florida Division General as identification being the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

2nd IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this day of June, 2005.



NOTARY PUBLIC, State of Florida
My Commission Expires:



RICHARD M. BRENNER
MY COMMISSION # DD 398380
EXPIRES: June 2, 2008
Bonded Thru Budget Notary Services

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

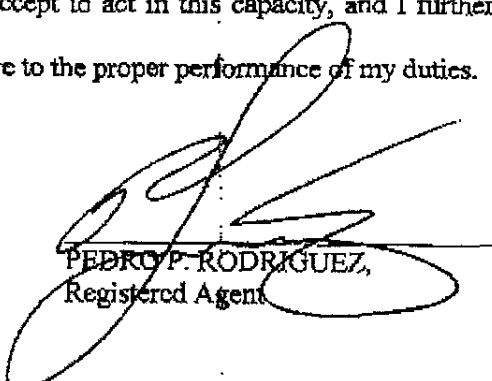
In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

THAT desiring to organize or qualify under the laws of the State of Florida, with its principle place of business at 12420 SW 195th Terrace, Miami, FL 33177, has named PEDRO P. RODRIGUEZ, as its sole registered agent to accept service of process within Florida.

Dated: June 2nd, 2005.


PEDRO P. RODRIGUEZ, Incorporator

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


PEDRO P. RODRIGUEZ,
Registered Agent

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