P05000100605 Florida Department of State

Division of Corporations Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H05000172389 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover

To:

Division of Corporations

Fax Number : (850)205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY Account Number : 072450003255

Phone : (305)634-3694 Fax Number : (305)633-9696

FLORIDA PROFIT CORPORATION OR P.A.

shubee's rich soil, inc.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

T. Burch JUL 19 2005.

Electronic Files Ment

(4)



SHUBEE'S RICH SOIL, INC.

The undersigned incorporator(s), for the purpose of forming a Profit Corporation under Chapter 607 of the Florida Statutes, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I

The name of this corporation shall be: SHUBEE'S RICH SOIL, INC.

ARTICLE II

This corporation shall commence existence upon the date of filing with the Division of Corporations, state of Florida, and shall have perpetual existence.

ARTICLE III

The principal place of business of this corporation: 14655 SOUTH RIVER DRIVE, MIAMI, FL 33167.

ARTICLE IV

The general nature of business of this corporation is to transact any and all lawful business.

ARTICLE V

The aggregate number of shares which this corporation shall have authority to issue is 100 shares common stock having no individual par value.

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

H05001773899

ARTICLE VI

The name and street address of the initial Registered Agent of this corporation shall be: HERMAN LEWIS, 14655 SOUTH RIVER DRIVE, MIAMI, FL 33167.

ARTICLE VII

The name and address of the officers and board of directors shall be:

PRES/TREAS/SEC/DIR HERMAN LEWIS

14655 SOUTH RIVER DRIVE MIAMI, FL 33167

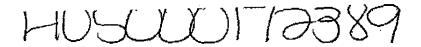
ARTICLE VIII

The name and address of the incorporator(s) to these Articles of Incorporation shall be:

EMPIRE CORPORATE KIT OF AMERICA, INC. 2444 NW 7TH PLACE MIAMI, FL 33127

The undersigned has executed these Articles of Incorporation this 15th day of JULY, 2005.

Ray Stormont Signing for Empire Corporate Kit of America, Inc.



CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

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

First that SHUBEE'S RICH SOIL, INC.

desiring to organize under the laws of the State of FLORIDA, with its principal office, as indicated

in the articles of incorporation has named HERMAN LEWIS

located at 14655 South River Drive, Miami, FL 33167

City of

Miami (City) County of

Miami-Dado (County) JUL 18 AM

State of Florida, as its agent to accept service of process within this state.

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. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

HERMAN LEWIS

4050001773899