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J. Shivers MAY 10 2006

J. M. CROWDER

6101 Wisteria Loop
Land O' Lakes, FL 34638-3111

Attorney At Law

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April 26, 2006

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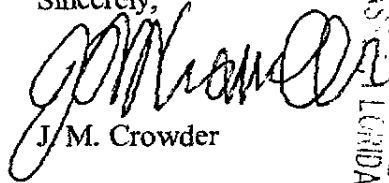
Re: J & A Horticultural Services, Inc.

Dear Sir,

Enclosed please find the Articles of Incorporation and check in the amount of \$70.00 for the above referenced corporation.

If you have any questions, please do not hesitate to contact me.

Sincerely,


J. M. Crowder

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JMC/tmf

Enclosure (as stated)

ARTICLES OF INCORPORATION
OF
J & A HORTICULTURAL SERVICES, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I – Name

The name of the Corporation is J & A HORTICULTURAL SERVICES, INC.

ARTICLE II – Duration

The term of existence of the Corporation is perpetual.

ARTICLE III – Purpose

The Corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV – Capital Stock

The capital stock of this Corporation shall be 75,000 shares of common stock having a par value of \$1.00 per share.

All of said stock shall be payable in cash, or property, other than stock or securities, in lieu of cash, at a just valuation to be determined by the Board of Directors of the Corporation.

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TALLAHASSEE, FLORIDA

ARTICLE V – Registered Office

The street address of the initial registered office of the Corporation is 9250 Christine Lane, Spring Hill, FL 34608, and the name of the initial registered agent at such address is Juan Alcaide.

ARTICLE VI – Incorporator

The name and address of the incorporator are:

Juan Alcaide, 9250 Christine Lane, Spring Hill, FL 34608

ARTICLE VII – Directors

The business of the Corporation shall be managed by its Board of Directors. The number of directors shall be as provided in the Bylaws of the Corporation but shall never be less than one (1). Except as limited by these Articles of Incorporation or the Bylaws of the Corporation, the directors shall have all powers granted to them by the Florida General Corporation Act now in effect, or as it is thereafter amended.

ARTICLE VIII – Initial Board of Directors

The initial Board of Directors of the Corporation shall consist of One (1) director.

The names and addresses of the initial Board of Directors is:

Juan Alcaide, 9250 Christine Lane, Spring Hill, FL 34608

ARTICLE IX – Bylaws

The power to adopt, alter, amend or repeal Bylaws of the Corporation shall be vested in the Board of Directors and the shareholders. Any Bylaws adopted by the Board of Directors or the shareholders may be altered, amended or repealed by the other group except that any Bylaws adopted by the shareholders may provide that it can only be altered, amended or repealed by the shareholders.

ARTICLE X – Amendment

The power to amend or repeal the Articles of Incorporation may be exercised in the manner provided by the Florida General Corporation Act as follows:


A. A resolution of the Board of Directors setting forth the proposed change may be submitted to the shareholders at a shareholders' meeting, if notice of the changes to be made is given; and shall be adopted on receiving the affirmative vote of the holders of a majority of the shares entitled to vote thereon;

B. All the directors and all the shareholders of the Corporation eligible to vote may sign a written statement manifesting their intention that the change shall thereby be adopted;

C. The shareholders may amend or repeal these Articles of Incorporation without an act of the directors at a meeting for which notice of the changes to be made is given; or

D. If no shares have been issued, these Articles of Incorporation may be amended or repealed by the affirmative vote of the majority of the directors.


IN WITNESS WHEREOF, the undersigned has executed these Articles of
Incorporation on this 29th day of MARCH, 2006.

 (SEAL)
JUAN ALCAIDE

STATE OF FLORIDA

COUNTY OF Hillsborough

The foregoing instrument was acknowledged before me this 29th day of
MARCH, 2006. by JUAN ALCAIDE who is personally know to me or produced
_____ as identification.


(SEAL)  AMY J. BOOKHAMER
Commission # DD0205481
Expires 8/18/2007
Bonded through
(800-432-4254) Florida Notary Assn., Inc.
My Commission Expires: 8/18/2007


Notary Public

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TALLAHASSEE, FLORIDA

ACCEPTANCE

I hereby accept to act as initial Registered Agent for J & A HORTICULTURAL
SERVICES, INC. as stated in these Articles of Incorporation.

 (SEAL)
JUAN ALCAIDE