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To:

Division of Corporations
Fax Number : (850) 617-6381

From:

Account Name : ROBERT W. HENDRICKSON, III, P.A.
Account Number : I20070000080
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Fax Number : (941) 795-0599

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT/NON PROFIT CORPORATION

PERMAGREEN OF MANATEE, INC.

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**ARTICLES OF INCORPORATION
OF
PERMAGREEN OF MANATEE, INC.**

The undersigned, for the purpose of forming a corporation under the provisions of Chapter 607 of the Florida Statutes, hereinafter referred to as the Corporation, hereby agrees to the following:

ARTICLE I - NAME AND PRINCIPAL OFFICE

The name of the Corporation shall be Permagreen of Manatee, Inc., a Florida corporation. The street address and the mailing address of the initial principal office of the Corporation is 3421 70th Glen East, Palmetto, FL 34221-7386.

ARTICLE II - PURPOSE AND POWERS

The Corporation shall have the power to engage in any lawful activity or business under the laws of the State of Florida.

ARTICLE III - DATE OF COMMENCEMENT AND TERM OF EXISTENCE

Existence of the Corporation shall commence upon filing these Articles with the Florida Department of State, and shall continue perpetually.

ARTICLE IV - CAPITAL STOCK

The authorized capital stock of the Corporation shall be 1,000 shares of common stock having a par value of \$5.00 per share. The Corporation will have no other classes of shares.

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ARTICLE V - BOARD OF DIRECTORS

Section 1. The business and affairs of the Corporation shall be managed by a Board of Directors, the members of which shall be hereinafter referred to as Directors.

Section 2. The number of Directors shall be as provided in the Bylaws of the Corporation, but shall not be less than one (1).

Section 3. Directors shall be elected and hold office as provided in the Bylaws.

ARTICLE VI - BYLAWS

Section 1. The Board of Directors shall adopt Bylaws for the Corporation at the first meeting of the Board of Directors following the filing of these Articles of Incorporation.

Section 2. The power to adopt, alter, amend or repeal the Bylaws of the Corporation may be exercised by the Board of Directors or the Shareholders in accordance with the provisions of the Bylaws.

Section 3. Any Bylaws adopted by the Board of Directors or the Shareholders may be altered, amended or repealed by the other group; provided, however, that any Bylaws adopted by the Shareholders may provide that it shall be altered, amended, or repealed only by the Shareholders.

ARTICLE VII - AMENDMENTS

These Articles of Incorporation may be amended as set forth in the Florida Statutes, as amended from time to time.

ARTICLE VIII - REGISTERED OFFICE AND AGENT

Section 1. The street address of the initial registered office of the Corporation shall be 7051 Manatee Avenue West, Bradenton, Florida 34209.

Section 2. The name of the initial registered agent of the Corporation located at said address shall be ROBERT W. HENDRICKSON, III.

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ARTICLE IX - INCORPORATORS

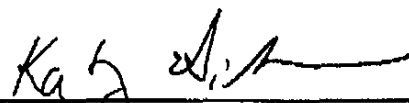
The name and address of the incorporator is Robert W. Hendrickson, III, Esq.,
7051 Manatee Avenue West, Bradenton, Florida 34209.

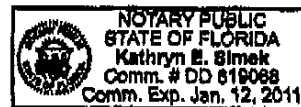
WHEREFORE, for the purpose of forming a corporation under the laws of the
State of Florida, the undersigned has executed these Articles of Incorporation on this
15th day of November, 2007.


Robert W. Hendrickson, III

MANATEE OF FLORIDA
COUNTY OF MANATEE


The foregoing instrument was acknowledged before me this 15 day of
November, 2007, by Robert W. Hendrickson, III, who is personally known by me and
who did not take an oath.


Notary Public
Notary Seal:



ACCEPTANCE

I hereby accept to act as initial Registered Agent for Permagen of Manatee
Inc., as stated in these Articles of Incorporation.


Robert W. Hendrickson, III

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