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PULLUM & PULLUM, P. A.
ATTORNEYS AND COUNSELORS AT LAW

J. STEPHEN PULLUM
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January 24, 1995

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32314

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01/26/95--01115--020
***122.50 ***122.50

Re: MOTHER EARTH ENVIRONMENTAL, INC.

Gentlemen:

Find enclosed our firm's check in the amount of \$122.50 to cover the following fees of your office.

Filing Charter	\$35.00
Certification of Charter	52.50
Filing Resident Agent Form	35.00

We enclose original and one copy of Articles of Incorporation of this proposed corporation, with executed resident agent form. Please endorse your approval on the copy of the Articles of Incorporation, certify same and return to us, together with acknowledgement of filing of resident agent.

Thank you for your attention to the above.

Yours, truly,

Linda H. Hutson
Legal Assistant

95 JAN 26 PM 5:41
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

/lhh
Enclosures
(9165C5.1hh)

P95000008545

TH
2-1-95
02/H

EFFECTIVE DATE
1-25-95

EFFECTIVE DATE
1-25-95

ARTICLES OF INCORPORATION
OF
MOTHER EARTH ENVIRONMENTAL, INC.

FILED
95 JAN 26 PM 5:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME AND PRINCIPAL ADDRESS

The name of this corporation is MOTHER EARTH ENVIRONMENTAL, INC.. The principal address of the corporation is 3701 N.W. 63rd Avenue, Hollywood, FL 33024-2109.

ARTICLE II. COMMENCEMENT OF EXISTENCE

This corporation shall begin its existence on the 25th day of January, 1995.

ARTICLE III. DURATION

The term of existence of the corporation is perpetual.

ARTICLE IV. PURPOSE

This corporation is organized for the purpose of engaging in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE V. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is:

Seven Thousand Five Hundred (7,500) shares of Common Stock having a Nominal or Par Value of One Dollar (\$1.00) per share.

ARTICLE VI. 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 he already holds, shall have the right to purchase his pro rata share

thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1330 W. Citizens Blvd., Suite 701, Leesburg, Florida, and the name of the initial registered agent of this corporation at that address is J. Stephen Pullum.

ARTICLE VIII. INITIAL BOARD OF DIRECTORS

This corporation shall have a minimum of one (1) Director at all times. The number of Directors may be increased from time to time by the By-Laws, but shall never be less than one (1) nor more than five (5). The names and addresses of the initial Directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Betty Mae Jumper	Seminole Indian Reservation 3701 N.W. 63rd Avenue Hollywood, FL 33024-2109
Tom Fouche	331 N.W. 20th Street Ocala, FL 34475
Michael D. Tiger	2335 Posey Hill Road Mt. Juliet, TN 37122
Joe E. Hill	2620 W. Industrial Street Leesburg, FL 34748

ARTICLE IX. INCORPORATOR

The names and addresses of the persons signing these Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>
Betty Mae Jumper	Seminole Indian Reservation 3701 N.W. 63rd Avenue Hollywood, FL 33024-2109

Tom Fouche

331 N.W. 20th Street
Ocala, FL 34475

Michael D. Tiger

2335 Posey Hill Road
Mt. Juliet, TN 37122

Joe E. Hill

2620 W. Industrial Street
Leesburg, FL 34748

ARTICLE X. INDEMNIFICATION


The corporation shall indemnify any officer, director, agent or employee or any former officer, director, agent or employee to the full extent permitted by law.

ARTICLE XI. AMENDMENT

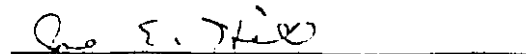
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this restriction.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 24th day of January, 1995.


Betty Mae Jumper


Tom Fouche, Subscriber

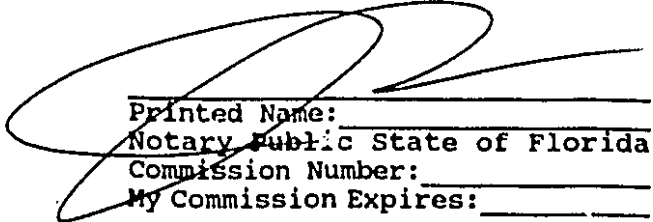

Michael D. Tiger, Subscriber


Joe E. Hill, Subscriber

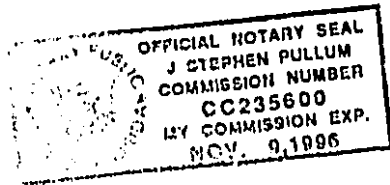
STATE OF FLORIDA
COUNTY OF LAKE

The foregoing instrument was acknowledged before me this 24th day of January, 1995, by Betty Mae Jumper, Tom Fouche, Michael D. Tiger and Joe E. Hill, Subscribers to these Articles of Incorporation.

tion. Said persons did not take an oath and (check one) _____ are personally known to me, _____ produced a driver's license (issued by a state of the United States within the last five (5) years) as identification, or _____ produced other identification, to wit: _____


Printed Name: _____
Notary Public State of Florida
Commission Number: _____
My Commission Expires: _____

(9165C1.lhh)



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST-- THAT MOTHER EARTH ENVIRONMENTAL, INC. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF HOLLYWOOD, STATE OF FLORIDA, HAS NAMED J. STEPHEN PULLUM, LOCATED AT 1330 W. CITIZENS BLVD., SUITE 701, CITY OF LEESBURG, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE *Michael De...*
(Corporate Officer)
TITLE *President*
DATE *1/24/95*

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE *[Signature]*
(Resident Agent)
DATE *1-24-95*

(9165C2.1hh)

FILED
95 JAN 26 PM 5:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA