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(((H95000002247))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: WELLINGTON TREE FARM & LANDSCAPE, INC.
FAX AUDIT NUMBER: H95000002247 CURRENT STATUS: REQUESTED
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TALLAHASSEE, FLORIDA

FEB-27-1995 13:23 FROM EMPIRE

TO

19849224000 P.01



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

February 27, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: WELLINGTON TREE FARM & LANDSCAPE, INC. **OR**
WELLINGTON TREE & FARM LANDSCAPE, INC.
REF: W95000004309

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The corporate name must be identical throughout the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

FAX Aud. #: H95000002247
Letter Number: 095A00008624

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

ARTICLES OF INCORPORATION

OF

WELLINGTON TREE FARM & LANDSCAPE, INC.

KNOW ALL MEN BY THESE PRESENTS: That the undersigned person, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME OF CORPORATION

The name of the corporation shall be WELLINGTON TREE FARM & LANDSCAPE, INC.

ARTICLE II - DURATION OF EXISTENCE

This corporation shall exist perpetually, commencing on the date these Articles are filed in the Office of the Secretary of State.

ARTICLE III - PLACE OF BUSINESS

The corporation's principal place of business shall be 12351 Persimmon Blvd., Royal Palm Beach, FL 33411.

ARTICLE IV - GENERAL PURPOSES

The purpose of this corporation is to engage in any activities or lawful business permitted for corporations under both the laws of the United States of America and the State of Florida.

ARTICLE V - CAPITAL STOCK

(I) The corporation shall have authority to issue one hundred (100) shares of common stock, all of one class, with a par value of One Dollar (\$1.00) per share.

(II) All or any portion of the capital stock may be issued in payment for real or personal property, services, or any other right

GLENN R. MEE, ESQ.
517 S.W. 1ST AVE.
FT. LAUD., FL 33301
(305) 524. 4141
FL. Bar No. 239119

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TALLAHASSEE, FLORIDA

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or thing having a value, in the judgment of the Board of Directors, at least equivalent to the full value of stock to be issued as hereinafter set forth, and when so issued, shall become and be fully paid and non-assessable, the same as though paid for in cash; and the Directors shall be the sole judges of the value of any property, right or thing acquired in exchange for capital stock, and their judgment of such value shall be conclusive and binding upon the present subscribers or future stockholders of the corporation.

ARTICLE VI - REGISTERED OFFICE AND AGENT

The address of the initial registered office is 517 S.W. First Avenue, Fort Lauderdale, FL 33301, and the name of its initial registered agent at said address is Glenn R. Mee.

ARTICLE VII - BOARD OF DIRECTORS

(I) The corporation shall have a minimum of two (2) directors, and shall have two (2) directors initially. The number of directors may be increased from time to time by amendment of the By-Laws.

(A) The names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and qualify, are:

John Fracalosi
12351 Persimmon Blvd.
Royal Palm Beach, FL
33411

Andres Yzaguirre
1913 Canterbury Circle
Wellington (WPB), FL 33414

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator of the corporation is:

Glenn R. Mee, 517 S.W. First Avenue, Fort Lauderdale, FL 33301.

IN WITNESS WHEREOF, the undersigned incorporator has executed the foregoing Articles of Incorporation this 23 day of February, 1995.



GLENN R. MEE

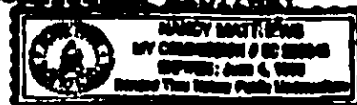
STATE OF FLORIDA
COUNTY OF BROWARD

THE FOREGOING Articles of Incorporation were acknowledged before me this day by Glenn R. Mee, who is personally known to me or has produced a _____ as identification and did not take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 23 day of February, 1995.



Nancy Matthews
Notary Public
My Commission Expires:



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

The following is submitted, in compliance with Section 48.091,
Florida Statutes,

THAT WELLINGTON TREE FARM & LANDSCAPE, INC., a corporation
organizing under the laws of the State of Florida, has named GLENN
R. NEE, as its Registered Agent to accept service of process within
this State, whose registered office is located at 517 S.W. First
Avenue, Fort Lauderdale, Florida 33301.

ACKNOWLEDGMENT

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



GLENN R. NEE
511 S.W. First Avenue
Fort Lauderdale, FL 33301

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