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GEORGE ALLEN DUFOUR
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FLORIDA BAR NO. 168022

4610 CENTRAL AVENUE
TAMPA, FL 33603

March 1, 1995

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

RECORDED 142 1078
MAR 1 1995
***122.50 ***122.50

RE: GREEN WITH ENVY, INC.

Dear Sirs:

Enclosed please find the original and two copies of the Articles of Incorporation for the above captioned. Also enclosed is our trust check number 1701 in the amount of \$122.50 to cover the cost of filing and certified copies of the corporation.

If you should have any questions or need any further information, please do not hesitate to contact our office.

Sincerely,

Diane L. Nichols

Diane L. Nichols
Legal Assistant

Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAR -5 AM 9:35

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ARTICLES OF INCORPORATION
OF
GREEN WITH ENVY, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAR -6 AM 9:35

ARTICLE I:

The name of the corporation is: GREEN WITH ENVY, INC.

ARTICLE II:

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE III:

This corporation is authorized to issue 1000 shares of common stock, with a par value of \$1.00 per share.

ARTICLE IV:

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE V:

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 VI:

The street address of the initial principal office of this corporation is: 3005 SOUTH MAC DILL AVENUE, TAMPA, FLORIDA 33629.

ARTICLE VII:

The registered Agent for this corporation authorized by law to accept service of process is: PRISCILLA MORRISON, 3005 SOUTH MAC DILL AVENUE, TAMPA, FLORIDA 33629.

ARTICLE VIII:

This corporation shall have three directors initially. The number may either be increased or decreased from time to time by the By-Laws, but shall never be less than one. The name and address of the initial directors are:

PRISCILLA MORRISON 3001 BAY VISTA AVENUE, TAMPA, FLORIDA 33611
BARBARA ROWE 3001 BAY VISTA AVENUE, TAMPA, FLORIDA 33611
M. CRISTINA BOLIVAR-STEERE 3007 ASBURY PLACE, TAMPA, FLORIDA 33611

ARTICLE IX:

The names and address of the persons signing these ARTICLES OF INCORPORATION IS:

PRISCILLA MORRISON 3001 BAY VISTA AVENUE, TAMPA, FLORIDA 33611
M. CRISTINA BOLIVAR-STEERE 3007 ASBURY PLACE, TAMPA, FLORIDA 33611

ARTICLE X:

This corporation shall have perpetual existence.

ARTICLE XI:

This corporation reserves the right to amend or repeal any provision contained in these ARTICLES OF INCORPORATION, or any amendment hereto, and any right conferred upon the share holders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber executed these
ARTICLES OF INCORPORATION, on this 28 day of February, 1995.

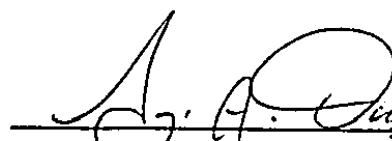

PRISCILLA MORRISON

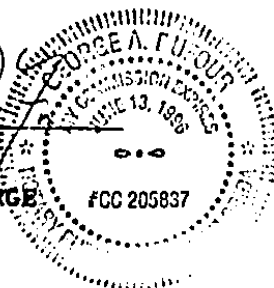

M. CRISTINA BOLIVAR-STEERE

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, a Notary Public authorized to take acknowledgements
in the State and County set forth above, personally appeared,
PRISCILLA MORRISON and M. CRISTINA BOLIVAR-STEERE known to me and
known by me to be the persons who executed the foregoing ARTICLES
OF INCORPORATION and they executed those ARTICLES OR INCORPORATION.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my
official seal, in the State and County aforesaid, on this 28 day
of February, 1995.


NOTARY PUBLIC
STATE OF FLORIDA AT LARGE
My Commission Expires:



REGISTERED AGENT, DESIGNATION AND ACKNOWLEDGEMENT

THAT GREEN WITH ENVY, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the ARTICLES OF INCORPORATION, at 3005 South Mac Dill Avenue, Tampa, Florida 33629 in the State of Florida has named PRISCILLA MORRISON of 3005 South Mac Dill Avenue, Tampa, Florida 33629, telephone number (813) 835-1058, as its agent to accept services of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-styled corporation, at the place designated in the certificate, I hereby accept to act in this capacity and agree to comply with the provisions relative to keeping open said office.


PRISCILLA MORRISON