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P96000009619

January 25, 1995

Corporate Records Bureau  
Division of Corporations  
Department of State  
P. O. Box 6327  
Tallahassee, FL 32301

200001700492  
-01/29/96--01073--014  
\*\*\*122.50 \*\*\*122.50

RE: Clean Gardens, Inc.

Gentlemen:

Enclosed find articles of incorporation regarding the above captioned together with our check in the amount of \$122.50 representing filing fee thereof.

I would appreciate your furnishing this office with a certified copy of said articles of incorporation.

Thanking you for your cooperation, I remain

Very truly yours,

  
FRANCISCO R. COSIO

FRC:gc  
enc.

JAN 31 1996

BSR

FILED  
96 JAN 29 AM 9:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
CLEAN GARDENS, INC.

FILED  
96 JAN 29 AM 9:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
§

ARTICLE I - NAME

The name of the corporation is Clean Gardens, Inc.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation may engage in any lawful business activities permitted under the laws of the State of Florida and of the United States of America.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue fifty (50) shares no par value.

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, 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 - INITIAL REGISTERED OFFICE AND AGENT

The principal place of business of this corporation is 11870 S.W. 97 Terrace, Miami, Florida and the name of the initial registered agent and his address is CARLOS G. ORDOÑEZ, 11870 S.W. 97 Terrace, Miami, Florida 33186.

ARTICLE VII -INITIAL BOARD OF DIRECTORS

This corporation shall have two directors constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws, however, there shall never be less than one Director nor more than five. The names and addresses of the initial Board of Directors of the corporation are:

NAME	ADDRESS
CARLOS G. ORDOÑEZ	11870 S.W. 97 Terrace Miami, Florida 33186
SILVIA G. ORDOÑEZ	11870 S.W. 97 Terrace Miami, Florida 33186

ARTICLE VIII - INCORPORATORS

The names and addresses of the Incorporators signing these Articles are

NAME	ADDRESS
CARLOS G. ORDOÑEZ	11870 S.W. 97 Terrace Miami, Florida 33186

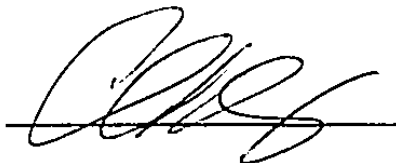
ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former Officer or Director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation on the 24 day of January, 1996.

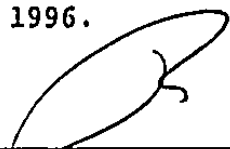


STATE OF FLORIDA

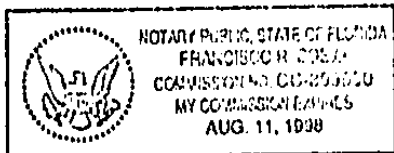
COUNTY OF DADE

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared CARLOS G. OROZCO known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledges before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 3<sup>rd</sup> day of January, 1996.

  
\_\_\_\_\_  
NOTARY PUBLIC, State of  
Florida at Large

My Commission Expires:




CERTIFICATE DESIGNATING REGISTERED AGENT AND  
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF  
PROCESS WITHIN FLORIDA, AN ACCEPTANCE OF AGENT  
UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 607.034. Florida  
Statutes, the following is submitted:

First, that Clean Gardens, Inc. desiring to organize or  
qualify under the laws of the State of Florida, with its principal  
place of business at 11870 S.W. 97 Terrace, Miami, Florida, has  
name Carlos G. Ordoñez located at 11870 S.W. 97 Terrace, Miami,  
Florida as its agent to accept service of process within Florida.

Dated: 1/25/96

Having been named to accept service of process for the above  
named 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  
performance of my duties.

  
Carlos G. Ordoñez

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA