P96000019402

ATTORNEY AT LAW

J. B. GATON MALL 930 N. E. JENBEN BEACH BLVD. JENBEN BEACH, FLORIDA 34987

> TEL! (407) 334-7377 FAX: (407) 334-0749

February 2, 1996

State of Florida Division of Corporation Post Office Box 6327 Tallahassee, Florida 32314 ATTN: CORPORATE RECORDS

Re: Our file No. F-237

Jim's Tree Service, Inc.

Dear Sir/Madam,

Happy to enclose our check in the amount of \$122.50 for corporation, together with the original executed Articles and one copy.

Thank you and if you have any questions please advise.

Sincerely,

Ceille Kachillan

Neil W. MacMillan

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NWM/tdc Encl. - CONTROL OF THE PARTY OF THE P

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February 8, 1996

NEIL W. MACMILLAN 830 NE JENSEN BEACH BLVD. JENSEN BEACH, FL 34957

SUBJECT: JIM'S TREE SERVICE, INC.

Пеf. Number: W96000002888

We have received your document for JIM'S TREE SERVICE, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6878.

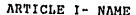
Terri Buckley Corporate Specialist

Letter Number: 296A00005514

ARTICLES OF INCORPORATION

OF

St. Lucio Trees, Inc.



The name of the Corporation shall be St. Lucia Trees, Inc.

ARTICLE II- DURATION

This corporation shall have perpetual existence.

ARTICLE III- PURPOSES

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

ARTICLE IV- CAPITAL STOCK

This corporation is authorized to offer and issue 1000 shares of \$1.00 par value common stock.

ARTICLE V- INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office is: 549 SE Maple Terrace Port ST. Lucie, Florida 34983. The name of the initial registered agent of this corporation at that address is JAMES FICHERA The principal address shall be the same.

ARTICLE VI- DIRECTORS

This corporation shall have one (1) director constituting its initial Board of Directors. The number of directors may be either increased or diminished from time to time by the By-laws of the corporation. The name and address of the initial Board of Director is:

JAMES FICHERA

549 SE MAPLE TERRACE PORT ST. LUCIE, FL 34983

PAGE ONE OF THREE

ARTICLE VII- INCORPORATOR

The name and address of the individual signing these Articles of Incorporation are:

JAMES FICHERA

549 SE MAPLE TERRACE PORT ST. LUCIE, FL 34983

ARTICLE VIII- INDEMNIFICATION

The corporation shall imdemnify any officer or director, or any former officer or director, to the full extent permitted by law,

ARTICLE IX- 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 prorata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE X- AMENDMENTS TO ARTICLES OF BY-LAWS

The power to adopt, amend, alter or repeal these Articles of Incorporation as well as the By-Laws of this corporation shall be reserved to the shareholders.

AMES FICHERA

PAGE TWO OF THREE

STATE OF FLORDIA COUNTY OF MARTIN

The foregoing Articles of Incorporation were acknowledged before me this 2 nd day of 76 hungy, 1996, by JAMES FICHERA, Incorporator of the foregoing corporation.

SEAL

Lecouplic MY COMMISSION EXPIRES: 17 Aug 99

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process, for the abovestated corporation at the place designated in the foregoing Articles of Incorporation, I hereby agree to act in that capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated this Z hd day of Tebruary, 1996.

JAMES FICHERA REGISTERED AGENT

SECRETARY OF STATE