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LEROY ALLEN (1902-1975)

L. ROBERT FRANK (1924-1989)

JOHN R. TRINKLE, JR. (1928-1991)

AUTOMATIC TELETYPE
(813) 229-6682

P96000098317

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

ENCLOSURE
12/20/96
****122.50****122.50

Re: LEAF PROCESSING, INC.

Gentlemen:

I am enclosing herewith an original and a copy of Articles of Incorporation for the above named corporation. Additionally, enclosed is a check in the sum of \$122.50 which represents the following fees:

①	Filing fee for Articles of Incorporation	\$ 35.00
②	Certified copy of Articles of Incorporation	52.50
③	Designation of Registered Agent	35.00
<u>TOTAL</u>		<u>\$ 122.50</u>

Please file the original of the Articles of Incorporation and return a certified copy to the undersigned.

Thank you.

Very truly yours,

Joseph G. Heyck, Jr.

/em

cc: Mr. H. Erich Kanrs

EFFECTIVE DATE
1-1-97

96 DEC -2 PM 12:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
LEAF PROCESSING, INC.**

RECEIVED
96 DEC -2 PM 12:30
SECRETARY OF STATE
TALLAHASSEE, FL

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an Incorporator in adopting and filing the following articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is **LEAF PROCESSING, INC.**

ARTICLE II

The existence of the corporation shall begin on January 1, 1997.

EFFECTIVE DATE
1-1-97

ARTICLE III

The street address of the principal office of the Corporation is:

4412 Carrollwood Village Drive
Tampa, Florida 33624

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 1000, all of which shall be Common Shares of no par value. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is:

4412 Carrollwood Village Drive
Tampa, Florida 33624

The initial registered agent for the Corporation at that address is H. Erich Kahrs, 4412 Carrollwood Village Drive, Tampa, FL 33624.

ARTICLE VI

The initial board of directors shall consist of two members. The names and address of the persons who

will serve on the initial board of directors are:

<u>Name</u>	<u>Address</u>
Nabl G. Kahrs	4412 Carrollwood Village Drive Tampa, FL 33624
H. Erich Kahrs	4412 Carrollwood Village Drive Tampa, FL 33624

ARTICLE VII

The names and street addresses of the person signing these articles of Incorporation are:

<u>Name</u>	<u>Address</u>
Nabl G. Kahrs	4412 Carrollwood Village Drive Tampa, FL 33624

ARTICLE VIII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these articles of Incorporation this 27th day of NOVEMBER, 1996.

Nabl G. Kahrs
NABI G. KAHRs

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for **LEAF PROCESSING, INC.** at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

H. Erich Kahrs
Name: H. ERICH KAHRs

Date: NOVEMBER 27, 1996

FILED
96 DEC -2 PM 12:21
SECRETARY OF STATE
TALLAHASSEE FLORIDA