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William J. Roberts, Jr.

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December 27, 1996

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

ATTN.: New filings

800002042219--3
-12/31/96--01059--012
****122.50 ****122.50

RE: Mucho Mulch, Inc.
Articles of Incorporation

Dear Sir:

I have enclosed the Articles of Incorporation for filing in the above referenced matter. Also enclosed is my personal check in the amount of \$122.50, which covers the \$35.00 filing fee, \$35.00 Resident Agents fee, and \$52.50 for certified copy fee.

Please file the Articles of Incorporation at your earliest convenience and return the Certificate of Incorporation, along with any other documents as may be customary, to me at the address listed above.

Thanking you in advance for your assistance in this matter.

Sincerely yours,


William J. Roberts, Jr.

WJR/lg
enclosures

FILED
95 DEC 30 AM 11:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
MUCHO MULCH, INC.**

FILED
96 DEC 30 AM 11:19
TALLAHASSEE STATE
FLORIDA

ARTICLE I NAME

The name of this corporation is MUCHO MULCH, INC. The street address of the initial principal office of this corporation is Route 6 Box 510 N, Lake City, Florida 32025.

ARTICLE II CAPITAL STOCK

The number of shares this corporation is authorized to issue is 1,000.

ARTICLE III INITIAL REGISTERED OFFICE

The street address of the corporation's initial registered office and the name of the initial registered agent at that office is 1101-C West Duval Street, Lake City, Florida 32055. William J. Roberts, Jr.

**ARTICLE IV MANAGING THE BUSINESS AND REGULATING
THE AFFAIRS OF THIS CORPORATION**


The management of the business and regulation of affairs of this corporation shall be conducted by the shareholders.

ARTICLE V INCORPORATOR

The name and address of the person signing these articles is:

William J. Roberts, Jr.
1101-C West Duval Street
Lake City, Florida 32055.


IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on the 14th day of Dec., 1996.


William J. Roberts, Jr.
Subscriber

**ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN ARTICLES OF INCORPORATION**

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in the Articles of Incorporation, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all Statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Dated this 14th day of Dec., 1996.


William J. Roberts, Jr.
Registered Agent for
Mucho Mulch, Inc.