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Gulfstream Tree Care, Inc.
5241 Cedar Lake Road #4-110
Boynton Beach, Florida 33437
(561) 369-8966

July 21, 1997

Airborne Express

State of Florida
Division of Corporations
Corporate Records Bureau
409 East Gaines Street
Tallahassee, Florida 32399

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-07/30/97--01055--001
*****78.75 *****78.75

Re: Gulfstream Tree Care Inc.

Dear Sir/Madam:

Enclosed is the Articles of Incorporation (original and duplicate) for the above named corporation.

Also enclosed is a check for the following:

Filing fee	\$35.00
Certificate Under Seal	8.75
Designation of Registered Agent	35.00
	<hr/>
	\$78.75
	<hr/>

FILED
97 JUL 30 PM 12:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Please return the Certificate under Seal to us at your earliest convenience in the enclosed SASE envelope.

Please contact us with any questions. Thank you.

Sincerely,

Mark A. Hayden

7/24/97

Mark A. Hayden

Dmp
7/31/97

ARTICLES OF INCORPORATION

OF

Gulfstream Tree Care, Inc.

FILED

97 JUL 30 PM 12:30

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation:

ARTICLE ONE - NAME AND ADDRESS

The name of the corporation shall be **Gulfstream Tree Care, Inc.** The principal place of business of this corporation shall be **5241 Cedar Lake Road #4-110, Boynton Beach, FL 33437.**

ARTICLE TWO - DURATION

The term of the corporation's existence is perpetual.

ARTICLE THREE - PURPOSE

The corporation's purpose is to engage in and to transact any and all business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR - CAPITAL STOCK

The corporation has authority to issue One Thousand (1,000) shares, all of which shall be common shares with no par value.

ARTICLE FIVE - PREEMPTIVE RIGHTS

Each shareholder shall have preemptive rights only in the portion of shares being issued or sold equal to the proportion that the number of shares then held by the shareholder bears to the total number of shares of the same class then outstanding.

ARTICLE SIX - REGISTERED OFFICE

The street address of the corporation's initial registered office is **1109 South Congress Ave., West Palm Beach, Florida 33406** and the name of the initial registered agent at that address is **John Michael Yeend**, who by executing these articles accepts the responsibility to act in this capacity and states that he is familiar with and accepts the obligations of his position and agrees to comply with all statutes relating to the proper performance of his duties.

ARTICLE SEVEN - OFFICERS

The initial officers of the Corporation shall be:

President:	Mark A. Hayden
Vice President:	NONE
Treasurer:	NONE
Corporate Secretary:	Mark a. Hayden

ARTICLE EIGHT - DIRECTORS

The initial Board of Directors shall consist of One (1) members. The name and address of the members of the initial Board of Directors is:

Mark A. Hayden	5241 Cedar Lake Road #4-110
	Boynton Beach, Florida 33437

ARTICLE NINE - INCORPORATORS

The name and address of the incorporator is **Mark A. Hayden, 5241 Cedar Lake Road #4-110, Boyton Beach, FL 33437**

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation on this 24 day of JULY, 1997.

Mark A. Hayden
Incorporator

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 24th day of July, 1997 by the above named incorporator.

Don Yocco
Notary Public

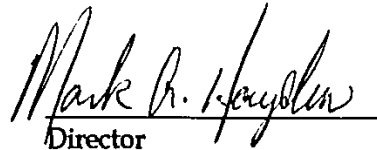
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED

FILED
97 JUL 30 PM 12:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN COMPLIANCE with Section 48.091, Florida Statutes, the following is submitted:

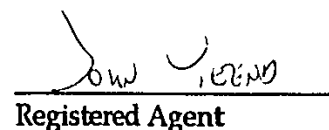
That **Gulfstream Tree Care, Inc.** desires to organize or qualify under the laws
the State of Florida, with its principal place of business in the County of Palm Beach,
State of Florida, and has named **John Michael Yeend** located at **1109 South
Congress Ave. West Palm Beach, Florida 33406** as its agent to accept service of
process within Florida.

Executed this 24 day of JULY, 1997


Director

Having been named to accept service of process for the above stated corporation, at the place
designated in the 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 and complete performance of
my duties.

Executed this 24 day of July, 1997.


Registered Agent