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Law Office of William J. DiPetrillo
5001 Hiatus Rd.
Sunrise, FL 33351

Dated: February 25, 1998

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

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*****70.00 *****70.00

Re. Incorporation Documents

Dear Sir:

Enclosed for filing is an executed copy of the Articles of Incorporation and an executed copy of the registered agent's written acceptance of his appointment as registered agent for D.C. Bush and Tree, Inc.

Please forward to me a copy of the documents showing the appropriate "Filed" and the time, day, month and year.

Very truly yours,

William J. DiPetrillo
BAR# 0125687

Prepared by:
William J. DiPetrillo
5001 Hiatus Road
Sunrise, FL 33351

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 MAR -9 AM 10:41

FILED

CB
3-10-98

**ARTICLES OF INCORPORATION
OF
D.C. BUSH AND TREE, INC.**

FILED
98 MAR -9 AM 10:41
TALLAHASSEE, FLORIDA

The undersigned subscribes to these Articles of Incorporation, natural person, competent to contract, does hereby form a corporation for profit under the laws of the State of Florida. Corporate existence shall begin upon acceptance of these Articles. This corporation is to be a Small Business Corporation as defined in Section 1244 Subdivision (c) (2) of the Internal Revenue Code.

ARTICLE I. Name. The name of the Corporation is

D.C. Bush and Tree, Inc.

Article II. Term of Existence. This corporation shall have perpetual existence.

Article III. Nature of Business. This corporation will engage in landscaping and nursery permitted under the laws of the United States and of this State.

Article IV. Capital Stock. This corporation authorized to issue 1000 shares with \$1.00 par value.

Article V. Voting Rights. Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

Article VI. 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 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 VII. Initial Registered Office and Agent. The Street address of the initial registered office of the corporation is R Rt.1 Dungarvin Rd. Box 481 Bi Micanopy, Fl. 32667.

The name of the initial registered agent of the corporation at that address is David F. Crump.

ARTICLE VIII. INITIAL BOARD OF DIRECTORS. The corporation shall have 1 Director(s) initially. The number of Directors may be either increased or diminished from time to time by the by - laws but never less than one.

ARTICLE IX. INCORPORATOR. The person signing these Articles of Incorporation has the following name and address: David F. Crump
7927 Loomis St.
Hypoluxo, Fl. 33462

ARTICLE X. BY-LAWS. The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE XI. AMENDMENT. The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XII. The street address of the principal place of business is R Rt. 1 Dungarvin Rd. Box 481 Bi Micanopy, Fl. 32667.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 25th Day of February, 1998.


X  (SEAL)

STATE OF FLORIDA

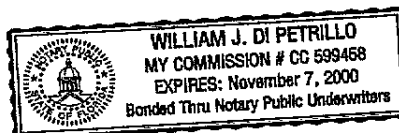
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared, David F. Crump, known to be and known by me to be the person who executed the foregoing Articles of Incorporation and she acknowledged before me that she executed the same for the use and purpose therein expressed.

WITNESS my hand and official seal this 15th Day of December, 1997.


NOTARY PUBLIC

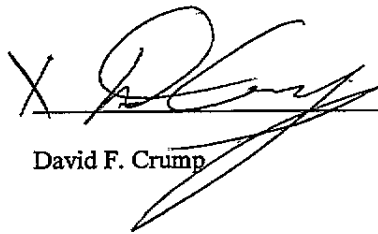
Commission:



CONSENT TO APPOINTMENT AS REGISTERED AGENT

TO: Secretary of State State of Florida Division of Corporations Department of
State Tallahassee, FL. 32304

I, Davis F. Crump, do hereby consent to serve as registered agent for the corporation, D.C. Bush and
Tree, Inc. this 25th Day of February, 1998.

X 
David F. Crump

Address of registered agent:

7927 Loomis St.
Hypoluxo, Fl. 33462

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA