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(Address)		*****78.75 *****78.
MIAMI, FLORIDA (305)552-5973		
(City, State, Zip) (Phone #)		
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CORPORATION NAME(S) & DOCUMENT NUM 1. TREE VENTURES IN	(Document #)	
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98 MAR 19 PH 12: 05 SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

TREE VENTURES INC.

these Articles of Incorporation for the purpose of organizing and
incorporating under the laws of the State of Florida, by and under the
provisions of the statutes of the State of Florida, providing for the
formation, liability, rights, privileges and immunities of the corporation
for profit.

ARTICLE I NAME

The name of the corporation shall be:

TREE VENTURES INC.

ARTICLE II - PURPOSE

The nature of the business, objects and purposes to be transacted and carried on are to engage in any activity of business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE III - CAPITAL STOCK

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this corporation shall begin business shall be \$ 600.00 .

ARTICLE V - CORPORATE EXISTEN

The corporation shall exist perpetually unless dissolved according to law.

ARTICLE VI - POST OFFICE ADDRESS
The post office address of the principal office of this corporation shall be:
15460 S.W. 57 St., Miami, Fl. 33193
with the privilege of having branch or other offices at other places within or
without the State of Florida. The principal office may be moved to such other
address as the Board of Directors shall by resolution determine.
ARTICLE VII - NUMBER OF DIRECTORS
The business of this corporation shall be conducted by a Board of Directors
consisting of persons initially.
The number of directors may be changed from time to time By-Laws adopted by
the stockholders; but shall never be less than the minimum number requiered
by the laws of the State of Florida, as amended from time to time.
ARTICLE VIII - INITIAL DIRECTORS
NAME ADDRESS
Rafael E. Cequerella 15460 S.W. 57 ST., Miami, FL. 33193
ARTICLE IX - OFFICERS
N A M E TITLE
Rafael E. Cequerella President

ARTICLE X - SUBSCRIBERS

The name and post office addresses of the subscribers to these articles				
are as follow:				
N A M E A D D R E S S				
Rafael E. Cequerella Same As Article VIII				
ARTICLE XI - AMENDMENTS				
These Articles of Incorporation may be amended from time to time in the				
manner provided by law. Every amendment shall be approved by the Board				
of Directors, proposed by them to the stockholders and approved at a				
stockholders' meeting by a majority of the stockholders entitled to vote.				
ARTICLE XII - REGISTERED OFFICE AND AGENT				
The initial street address of the registered office of the corporation is:				
15460 S.W. 57 St., Miami, FL. 33193				
and the registered agent is:				
Rafael E. Cequerella				
The undersigned has (have) executed these Articles of Incorporation this:				
Rarael E. Cequerella - President				

(SEAL)

(SEAL)

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1.	The name of the corporation is: TREE VENTURES INC.						
	•						
2.	The name and address of the registered agent and office is:						
	RAFAEL E. CEQUERELLA						
	(NAME)						
	15460 S.W. 57 ST.						
	(P.O. BOX NOT ACCEPTABLE)						
	MIAMI, FL. 33193						
	(CITY/STATE/ZIP)						
	98 MAR T						
	SIGNATURE						
	(CORPORATE OFFICER)						
	TITLE PRESIDENT SO TO						
	DATE 03/16/98						

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINIMENT 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.

SIGNATURE		
DATE V03/	16/98	