

SENT BY: RUDEN MCCLOSKEY

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5/05/98

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

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FROM: RUDEN, MCCLOSKEY, SMITH, SCHUSTER & RUSSELL,
CONTACT: SUSAN OSBORNE
PHONE: (954) 761-2910

ACCT#: 076077000521

FAX #: (954) 764-4996

NAME: GREENSTAR HOLDINGS, INC.

AUDIT NUMBER.....H98000008510

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

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**ARTICLES OF INCORPORATION
OF
GREENSTAR HOLDINGS, INC.**

The undersigned incorporator does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act.

ARTICLE I

NAME OF CORPORATION

The name of this Corporation shall be:

Greenstar Holdings, Inc.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and the mailing address of this Corporation is 8181 West Broward Boulevard, Suite 255, Plantation, Florida 33324.

ARTICLE III

AUTHORIZED SHARES

The total authorized capital stock of this Corporation shall consist of 10,000 shares of Common Stock, par value \$.01 per share.

Prepared by: Mark K. Somerstein, Esq., FL Bar #0349283
Ruden McClosky, Et al., P. O. Box 1900
Fort Lauderdale, Florida 33301
FTL:318648:1 (954) 764-6660

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ARTICLE IV**ADDRESS OF REGISTERED OFFICE IN THIS STATE**

The street address of the initial registered office of this Corporation in the State of Florida is 8181 West Broward Boulevard, Suite 255, Plantation, Florida 33324 and the initial registered agent of this Corporation at that address shall be Barry Stark.

ARTICLE V**INCORPORATOR**

The name and street address of the persons signing these Articles of Incorporation is:


Barry Stark
8181 West Broward Boulevard, Suite 255
Plantation, Florida 33324

IN WITNESS WHEREOF, we have hereunto subscribed our hands and seals this 4th day of MAY, 1998.



Barry Stark
Incorporator

THE UNDERSIGNED, named as the registered agent in Article IV of these Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under, the Florida Business Corporation Act, including specifically Section 607.0505.



Barry Stark
Registered Agent

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TALLAHASSEE, FLORIDA

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