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JACK F. JAMES, III
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E. ALEXANDER PUJOL
GARY S. RABIN
KINGSWOOD SPROTT, JR.
ROBERT G. STOKES
JANET M. STUART
JONATHAN B. TROHN
ROBERT L. TROHN
JOHN K. VREELAND
TED W. WEEKS, III
LOUISE D. WILKINSON

A. H. LANE (RETIRED)

September 18, 1998

VIA FEDERAL EXPRESS Airbill No. 807004772044

Office of the Secretary of State State of Florida Corporate Division 409 East Gaines Street Tallahassee, FL 32399

Re:

FLORIDA TREE SOURCE, INC.

File No.:

F436-43914

Dear Ladies and Gentlemen:

Please file the enclosed Articles of Incorporation for FLORIDA TREE SOURCE, INC. and certify and return the enclosed duplicate original of the Articles of Incorporation. Our client's check in the amount of \$122.50 is enclosed to cover the cost of filing, \$35.00, certified copy, \$52.50, and registered agent designation, \$35.00.

Please call the undersigned collect if you have any questions regarding the enclosures.

Thank you for your attention to this matter.

Very truly yours,

Christopher M. Fear

CMF/sf Enclosures

cc: Robert L. Madden

EFFECTIVE DATE

LANE, TROHN, BERTRAND & VREELAND, P.A.

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ARTICLES OF INCORPORATION

OF

FLORIDA TREE SOURCE, INC.



<u>ARTICLE I - NAME</u>

The name of this corporation is FLORIDA TREE SOURCE, INC.

ARTICLE II - PRINCIPAL OFFICE

The address of the principal office of this corporation is 3010 North Frontage Road, Plant City, FL 33565, and the mailing address of this corporation is P.O. Box 3778, Plant City, FL 33564.

ARTICLE III - DURATION

This corporation shall have perpetual existence, commencing on the date of execution and acknowledgment of these Articles.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of voting common stock having a par value of \$1.00 per share.

EFFECTIVE DATE

ARTICLE VI - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this corporation is 3010 North Frontage Road, Plant City, FL 33565, and the name of the initial registered agent of this corporation at that office is ED M. VERNER.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time in accordance with the Bylaws, but shall never be less than one (1). The name and address of the initial director of the corporation is:

ED M. VERNER P.O. Box 3778 Plant City, FL 33564

ARTICLE VIII - INCORPORATORS

The name and address of the Incorporator is:

ED M. VERNER P.O. Box 3778 Plant City, FL 33564

ARTICLE IX - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of が day of September, 1998. Incorporation this /1

STATE OF FLORIDA COUNTY OF POLK

The foregoing Articles of Incorporation were acknowledged before me this 17th of September, 1998, by ED M. VERNER, who is personally known to me or who produced as identification and who did not take an oath. Notary Public - State of Florida

My Commission Expires Aug 23, 2002 Commission # CC769601

(Affix Notary Seal)

Print name:___

My commission expires:

ACCEPTANCE BY REGISTERED AGENT

The undersigned, being the person appointed in the foregoing Articles of Incorporation as the Registered Agent for FLORIDA TREE SOURCE, INC. hereby accepts such appointment this // day of September, 1998.