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PARCORP SERVICES, LTD.

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TEL: 727-576-6764

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April 19, 1999

Florida Department of State
Division of Corporations
Attn: New Filings
409 East Gaines Street
Tallahassee, FL 32399

900002848499--7
-04/22/99--01122--003
*****70.00 *****70.00

Re: Filing of Articles of Incorporation-Green Pastures, Inc.

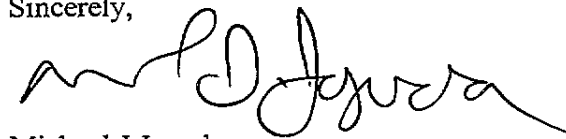
Dear Sir/Madam:

Enclosed for filing is the Articles of Incorporation for the above-referenced corporations, together with checks in the amount of \$70.00 to cover the filing fees. We have enclosed an extra copy for a stamped acknowledgment of receipt.

Please file these in your office as soon as possible and return the filed copies to me in the enclosed self-addressed stamped envelope.

If you have any questions, please call 877-603-2533.

Sincerely,



Michael J. Jagoda

MJJ/me
Enclosures

Dmc
4/27/99

FILED
99 APR 22 PM 2:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

99 APR 22 PM 2:27

STATE OF FLORIDA
ARTICLES OF INCORPORATION OF
GREEN PASTURES, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FIRST: The corporate name that satisfies the requirements of Section 607.0401 is:
"GREEN PASTURES, INC."

SECOND: The street address of the initial principal office of the corporation shall be 4516 Hwy. 20 E, Suite 127, Niceville, Florida 32578 and the mailing address of the corporation shall be the same.

THIRD: The corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

FOURTH: The number of shares the corporation is authorized to issue is 1,000 shares of common stock having No Par Value per share.

FIFTH: The street address of the initial registered office of the corporation is 4516 Hwy. 20 E, Suite 127, Niceville, Florida 32578 and the name of its initial registered agent at such address is Eddie Henley.

SIXTH: This corporation is to exist perpetually.

SEVENTH: The number of Directors constituting the initial Board of Directors of the Corporation is Two (2) and the names and addresses of the persons who are to serve as Directors until the first annual meeting of the Shareholders or until their successors are elected and qualify are:

Edie Henley, 4516 Hwy. 20 E, Suite 127, Niceville, Florida 32578


Russell Henley, 4516 Hwy. 20 E, Suite 127, Niceville, Florida 32578

EIGHTH: The name and street address of the incorporator to these Articles of Incorporation:

Michael J. Jagoda

10460 Roosevelt Blvd., Suite 284, St. Petersburg, Florida 33716

IN WITNESS WHEREOF, the undersigned has executed these Articles of
Incorporation this 19th day of April, 1999.


Michael J. Jagoda, Incorporator

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

GREEN PASTURES, INC.

Acceptance by the Registered Agent as required in section 607.0501 (3)
F.S.: **EDIE HENLEY**, is familiar with and accepts the obligations provided
for in Section 607.0505.

Dated: APRIL 19, 1998

BY 
EDIE HENLEY