

99000001333

August 18, 1999

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

To Whom It May Concern:

Enclosed please find an application for qualification to do business in Florida, along with the appropriate fees. We also request a certificate of status.

Thank you for your assistance.

Very Truly Yours,

Michael D. Munro

Michael D. Munro
General Counsel

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TALLAHASSEE FLORIDA

8/25

LANDSCAPES UNLIMITED, L.L.C.

**UNANIMOUS WRITTEN CONSENT
OF SOLE MANAGER**

The undersigned manager, being the Sole Manager of Landscapes Unlimited, L.L.C., a Nebraska Limited Liability Company (the "Company"), hereby consents to the adoption of the following resolution and declares it to be in full force and effect as if adopted at a regular meeting of the manager of the Company:

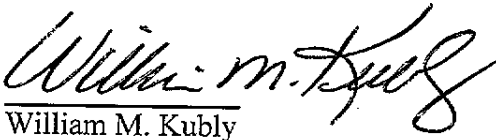
WHEREAS, the Company wishes to qualify to do business in the State of Florida;
and

WHEREAS, the name "Landscapes Unlimited" is currently filed in Florida and is unavailable,

BE IT RESOLVED, by the Sole Manager that the same hereby approves the use of the name, "Landscapes Unlimited, L.L.C. of Nebraska" for the purposes of qualification and conducting business in the State of Florida.

IN WITNESS WHEREOF, the undersigned have set their hands as of the 17th day of August, 1999.

Sole Manager


William M. Kubly

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APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN
LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. Landscapes Unlimited, L.L.C.
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present.)
2. Nebraska
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 47-0822871
(FEI number, if applicable)
4. 7-2-99
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Name as of 8-17-99
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 1601 OLD CHENEY ROAD
Lincoln, NE 68512
(Street address of principal office)

8. List name, title, and business address of each managing member[MGRM] or manager[MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>William M. Kubly</u>	<u>MGRM</u>		
<u>1601 OLD CHENEY Road</u>			
<u>Lincoln, NE 68512</u>			

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9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of LANDSCAPES
UNlimited, L.L.C. certifies:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is \$ 1000⁰⁰;
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ - 0 -;
(A description of the property is attached and made a part hereto.)
and
- 4) the total amount of cash and property contributed and anticipated to be contributed
by member(s) is \$ 1000⁰⁰;
(This total includes amounts from 2 and 3 above.)



Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), Florida Statutes, the execution of this
affidavit constitutes an affirmation under the penalties of perjury that the facts
stated herein are true.)

Michael D. Munro

Typed or printed name of signee

Filing Fee: \$250.00 for Application and Affidavit

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES,
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE
STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Landscapes Unlimited, L.L.C.

2. The name and the Florida street address of the registered agent and office are:

CT Corporation System
(Name)

1200 South Pine Island Rd.

Florida street address (P.O. Box NOT ACCEPTABLE)

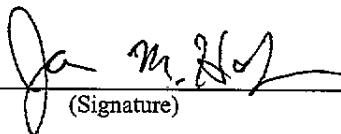
Plantation,

FL

33324

City/State/Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment 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)

James M. Halpin
Assistant Secretary

Filing Fee: \$ 35 for Designation of Registered Agent

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TALLAHASSEE FLORIDA

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STATE OF

NEBRASKA

United States of America,
State of Nebraska } ss.



Department of State
Lincoln, Nebraska

I, Scott Moore, Secretary of State of Nebraska do hereby certify;

LANDSCAPES UNLIMITED, L.L.C.

with its registered office located in LINCOLN, Nebraska, filed
Articles of Organization in this office on July 2, 1999.

I further certify that said limited liability company is in existence as
of this date.

In Testimony Whereof,

I have hereunto set my hand and
affixed the Great Seal of the State
of Nebraska on July 30, in the
year of our Lord, one thousand
nine hundred and ninety-nine.



Scott Moore

SECRETARY OF STATE

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