

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

PO0000051427

Sunshine Landscape
Management, Inc.

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*****78.75 *****78.75

W-13412

- Art of Inc. File cert
- LTD Partnership File
- Foreign Corp. File
- L.C. File
- Fictitious Name File
- Trade/Service Mark
- Merger File
- Art. of Amend. File
- RA Resignation
- Dissolution / Withdrawal

FILED
00 MAY 25 AM 11:52
SECRETARY OF STATE
TALLAHASSEE FLORIDA

- Annual Report / Reinstatement
- Cert. Copy
- Photo Copy
- Certificate of Good Standing
- Certificate of Status
- Certificate of Fictitious
- Corp Record Search
- Officer Search
- Fictitious Search
- Fictitious Owner Search

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00 MAY 24 AM 11:05
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE FLORIDA

- Vehicle Search
- Driving Record
- UCC 1 or 3 File
- UCC 11 Search
- UCC 11 Retrieval
- Courier

T. SMITH MAY 25 2000

Signature

Requested by:

Name

WC
Date

5/24/00 10:00
Time

Walk-In

Will Pick Up



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 24, 2000

CAPITAL CONNECTION, INC.
417 E. VIRGINIA STREET STE 1
TALLAHASSEE, FL 32302

SUBJECT: SUNSHINE LANDSCAPE MANAGEMENT, INC.
Ref. Number: W00000013412

We have received your document for SUNSHINE LANDSCAPE MANAGEMENT, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6928.

Tim Burch
Document Specialist

Letter Number: 800A00029623

correct

RECEIVED
100 MAY 25 AM 10:33
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

of

Sunshine Landscape Management, Inc.

The undersigned incorporator, a natural person and competent to contract for purposes of forming a corporation under the laws of the State of Florida, adopts the following Articles of Incorporation for said corporation.

ARTICLE I

The name of this corporation shall be Sunshine Landscape Management, Inc.

ARTICLE II

This corporation shall have a perpetual existence.

ARTICLE III

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

ARTICLE IV

Capital Stock

The aggregate number of shares that the corporation is authorized to issue is 1,000,000 shares of common stock. The par value of the shares is no par value per share. The total number of authorized shares shall have an aggregate par value of \$1,000.00.

ARTICLE V

Initial Registered Agent and Office

The principal office or the mailing address of the corporation is: 7317 121st Terrace North
Largo, Florida 33773

The name and street address of the initial registered agent of the corporation is Bruce G. Kaufmann, J.D., 11151 66th Street North, Suite 401, Largo, Florida 33773.

ARTICLE VI

Board of Directors

The management and control of the corporation shall be vested in a Board of Directors of one or more directors, as provided by the By-Laws of the corporation, said Board to be elected by the stockholders of the corporation at the regular meeting of said stockholders.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

If State law so provides, then upon the unanimous written agreement of all the stockholders of the corporation, the above described Board of Directors may be divested of its power to manage and control this corporation and said power may, pursuant to shareholder agreement, be vested in the shareholders of the corporation. If the shareholders exercise their right to divest the Board of its power to manage and control, then, and whenever the context requires, the shareholders shall be deemed the directors of the corporation for purposes of applying applicable State law. The names and addresses of the first Board of Directors of the corporation are:

Thomas L. Larson II 7317 121st Terrace North
Largo, Florida 33773

Anna J. Larson 7317 121st Terrace North
Largo, Florida 33773

Until the first meeting of stockholders, management and control of this corporation shall be vested in the above Board composed of two director. This director shall hold office until their successors are duly elected and qualified.

ARTICLE VII

Officers

The Board of Directors shall, at its initial meeting, elect a President, Vice-President, Secretary and Treasurer and such other officers as the Board from time to time shall designate. Until the first Board of Directors meeting and until officers are selected, the following named persons shall hold the below designated offices until their successors are elected and qualified:

President: Thomas L. Larson II
Vice President: Anna J. Larson
Secretary: Hope A. Larson
Treasurer: Thomas L. Larson II

ARTICLE VIII

Incorporators

The name and address of the incorporator of the corporation is: Bruce G. Kaufmann, J.D. at 11151 66th Street North, Suite 401, Largo, Florida 33773 .

ARTICLE IX

Indemnification

The corporation shall indemnify all directors and officers, whether or not then in office, who are or become a party, or are threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative by reason of the fact that such person is or was a director or officer, or is or was serving at the request of the corporation as an officer or director, against expenses (including attorney's fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with such action, suit, or proceeding, including any appeal thereof; provided, however, that there shall be no indemnification against gross negligence or willful misconduct.

ARTICLE X

By-Laws

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the Board of Directors.

ARTICLE XI

Amendment

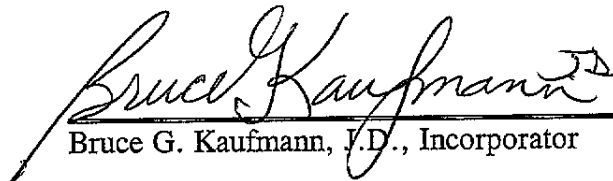
The right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, is reserved to the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this ___ day of May, 2000.

WITNESSES:






Bruce G. Kaufmann, J.D., Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, personally appeared Bruce G. Kaufmann, J.D.,

as Incorporator, to me well known to be the person described in and who acknowledged before me that he executed same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal this 19th day of May, 2000.



Sandra L. McFather
Notary Public
My Commission Expires: 11-28-03

IN WITNESS WHEREOF, the undersigned registered agent hereby accepts such designation on this ___ day of May, 2000.

WITNESSES:

[Signature]
[Signature]

Bruce Kaufmann, J.D.
Bruce G. Kaufmann, J.D.
as Registered Agent

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, personally appeared Bruce G. Kaufmann, J.D., as Registered Agent, to me well known to be the person described in and who acknowledged before me that he executed same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal this 19th day of May, 2000.



Sandra L. McFather
Notary Public
My Commission Expires: 11-28-03

FILED
00 MAY 25 11:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA