

FEBRUARY 28, 2001

PO1000024473

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: MID-FLORIDA LANDSCAPING USA, INC.

Gentlemen:

600003798786--8
-09/05/01--01133--006
*****70.00 *****70.00

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$70.00.

This represents the cost of the Filing Fees and Fee for Registered Agent Designation for the above named corporation.

Very truly yours

Richard D. Danley

MID-FLORIDA LANDSCAPING USA, INC.
C/o Richard D. Danley
3501 13th Street
St. Cloud, FL 34769

(407) 892-1002

FILED
01 MAR -5 PM 3:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Handwritten initials and date: 3/8

3

ARTICLES OF INCORPORATION

Of
MID-FLORIDA LANDSCAPING USA, INC.

FILED
01 MAR -5 PM 3:56
SECRETARY OF STATE
TALLAHASSEE
1004

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLES I - CORPORATE NAME & ADDRESS

The name of the Corporation is:

MID-FLORIDA LANDSCAPING USA, INC.
5255 ALLIGATOR LAKE RD
ST. CLOUD, FL 34772

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue ONE HUNDRED THOUSAND shares (100,000) of ONE Dollar (\$1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the Initial Registered Agent of this Corporation is:

MICHAEL ROSS
5255 ALLIGATOR LAKE RD
ST. CLOUD, FL 34772

ARTICLE VI - INITIAL BOARD OF DIRECTOR

This corporation shall have ONE (1) director initially. The number of director may be either increased or diminished from time to time by the by-laws, but shall never be less than one (1). The names and addresses of the initial director of the corporation are as follow:

MICHAEL ROSS
5255 ALLIGATOR LAKE RD
ST. CLOUD, FL 34772

ARTICLE VII - INCORPORATOR

The names and addresses of the person signing these Articles of Incorporation are as follow:

MICHAEL ROSS
5255 ALLIGATOR LAKE RD
ST. CLOUD, FL 34772

IN WITNESS WHEREOF, the undersigned subscriber have executed these Articles of Incorporation this 1 day of March, 2001.

Michael Ross (Seal)

CERTIFICATE AND ACKNOWLEDGMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF
MID-FLORIDA LANDSCAPING USA, INC.

Pursuant to Florida Statutes Sections 48.091 and 607.034 the following is submitted:

The above corporation, desiring to organize under the State of Florida with its registered office as indicated in the Articles of Incorporation at:

5255 ALLIGATOR LAKE RD
ST. CLOUD, FL 34772

has named MICHAEL ROSS at location at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of Florida Law in keeping open said office.

Michael Ross
(Registered Agent)