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**FLORIDA PROFIT/NON PROFIT CORPORATION
ALL SEASON LAWN CARE & LANDSCAPING, INC.**

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J. Shivers JAN 26 2011

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**ARTICLES OF INCORPORATION
OF
ALL SEASON LAWCARE & LANDSCAPING, INC.**

In compliance with the requirements of F.S. Chapter 607, the undersigned hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the Corporation is: All Season Lawncare & Landscaping, Inc.

ARTICLE II

The street address of the principal office of the Corporation is: 1024 NW 15 Ave., Ft. Lauderdale, FL 33311.

ARTICLE III

The maximum number of shares this Corporation is authorized to issue is 750, par value \$1.00 per share, all of which shall be Common Shares.

ARTICLE IV

The initial street address of the Corporation's registered office is: 1024 NW 15 Ave., Ft. Lauderdale, Florida, 33311. The initial registered agent for the Corporation at that address is: Neal Nevous IV.

ARTICLE V

The name and street address of the person signing these articles of incorporation is:

Name	Address
Neal Nevous IV	1024 NW 15 Ave. Ft. Lauderdale, FL 33311

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Prepared by Jacquelyn Lumpkin Wooden, Esq., Fla. Bar No. 078123
10640 Griffin Rd., Ste. 105, Cooper City, FL 33328, Phone 954-434-5629

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ARTICLE VI

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others. This election has the legal effect of granting the shareholders a preemptive right on uniform terms and conditions prescribed by the Board, to acquire proportional amounts of this corporation's unissued shares after the Board decides to issue new shares. This provision is to protect shareholders from dilution of their proportionate interest, control and value of this corporation's stock.

A shareholder may waive his preemptive right upon written notice to the Board and such waiver is irrevocable.

ARTICLE VII

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

The undersigned incorporator has executed these articles of incorporation. I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in Fla. Stat. § 817.155, and as modified pursuant to Florida law.

Neal Nevous IV
Neal Nevous IV
Incorporator

1/24/2011
Date

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ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for All Season Lawncare & Landscaping, Inc. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. § 607.0501.

Neal Nevous IV
Neal Nevous IV
Registered Agent

1/24/2011
Date

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