

PA 70000041826

1/16/97

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING SYSTEM

10:11 AM

((H97000000915 3))

TO: DIVISION OF CORPORATIONS FAX #: (904)922-4001
FROM: FOWLER, WHITE, BURNETT, ET AL ACCT#: 071250001512
CONTACT: JUDITH D RODMAN
PHONE: (305)789-9200 FAX #: (305)789-9201

NAME: JOE HANLEY'S TREE TRIMMING & LANDSCAPING, IN
AUDIT NUMBER.....H97000000915
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..0 PAGES..... 3
CERT. COPIES.....1 DEL.METHOD.. FAX
EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:
VT100 ONLINE 9600-7-E-1 - [Home]=? - = 8

- 00:03:24

RECEIVED
97 JAN 16 AM 11:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
97 JAN 16 PM 3:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Handwritten signature and date: 1/16/97

FILED

Audit No. H 97000000915

97 JAN 16 PM 3:08

ARTICLES OF INCORPORATION
OFSECRETARY OF STATE
TALLAHASSEE, FLORIDAJOE HANLEY'S TREE TRIMMING & LANDSCAPING, INC.

The undersigned incorporator, for the purpose of forming a corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I

Name

The name of the corporation is:

JOE HANLEY'S TREE TRIMMING & LANDSCAPING, INC.

ARTICLE II

Purpose

The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under the Florida Business Corporation Act, and all amendments and supplements thereto, or any law enacted to take the place thereof (collectively, the "Act").

ARTICLE III

Authorized Capital

The corporation is authorized to issue One Thousand (1,000) shares of common stock, with a par value of \$1.00 per share.

ARTICLE IV

Address

The principal office and mailing address for the corporation is 507 Privateer Road, North Palm Beach, Florida 33408.

Stuart H. Altman, Esq.
Fowler, White, Burnett, Hurley, Banick & Strickroot, P.A.
100 S.E. 2nd Street, 17th Floor
Miami, Florida 33131-1101
ph: (305) 789-9200
Florida Bar No. 122226

Audit No. H 97000000915

Audit No. H97000000915

ARTICLE V

Registered Office and Agent

The street address of the corporation's initial registered office is 100 S.E. 2nd Street, 17th Floor, Miami, Florida 33131. The name of the initial registered agent at such office is Stuart H. Altman.

ARTICLE VI

Indemnification

(a) The corporation shall indemnify, or advance expenses to, to the fullest extent authorized or permitted by the Act, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that he: (i) is or was a director of the corporation; (ii) is or was an officer of the corporation, provided that he is or was at the time a director of the corporation; or (iii) is or was serving at the request of the corporation as a director, officer, agent or employee of another corporation, partnership, joint venture, trust or other enterprise, provided that he is or was at the time a director of the corporation.

(b) Except for those persons entitled to indemnification pursuant to subparagraph (a) of this Article VI, the Board of Directors of the corporation shall have, unless otherwise expressly prohibited by the Act, the sole and exclusive discretion, on such terms and conditions as it shall determine, to indemnify, or advance expenses to, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that he is or was an officer, employee or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

(c) Except for those persons entitled to indemnification pursuant to subparagraph (a) of this Article VI, no person may apply for indemnification or advancement of expenses to any court of competent jurisdiction.

Audit No. H97000000915

Audit No. H 97000000915

ARTICLE VII

Incorporator

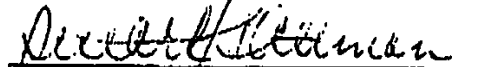
The name and address of the incorporator of the corporation are: Stuart H. Altman, 100 S.E. 2nd Street, 17th Floor, Miami, Florida 33131.

ARTICLE VIII

Board of Directors

There shall be no initial Board of Directors. Until a Board of Directors is elected and shares are issued, the incorporator shall have all the rights and powers of a shareholder, including, without limitation, the power to elect a Board of Directors. The Board of Directors shall be elected as soon as convenient after filing these Articles.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 15th day of January, 1997.


Stuart H. Altman

--000--

ACCEPTANCE OF APPOINTMENT

AS

REGISTERED AGENT

Having been named as registered agent for the above-named corporation at the place designated in these Articles of Incorporation, 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.


Stuart H. Altman

Audit No. H97000000915

FILED
97 JAN 16 PM 3:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA