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October 7, 1997

Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

RE: PHILLIPS' TREE SERVICE, INC.

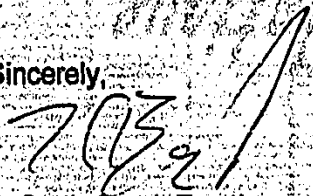
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\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Sir or Madam:

Enclosed please find original Articles of Incorporation for PHILLIPS' TREE SERVICE, INC., along with payment in the amount of \$78.75 as prepayment of the required filing fee for the Articles and a returned Certificate of Status. Please forward same to this office.

Thank you very much for your assistance.

Sincerely,



J. Curtis Boyd, Esquire  
JCB / dd.  
enclosures : articles, check &  
Certificate of status

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TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION**  
**OF**  
**PHILLIPS' TREE SERVICE, INC.**

**ARTICLE I. CORPORATE NAME.**

The name of this corporation is PHILLIPS' TREE SERVICE, INC.

**ARTICLE II. PRINCIPAL OFFICE.**

The principal place of business and mailing address of this corporation are 174 Dusk Way, Ft. Pierce, FL 34945.

**ARTICLE III. CAPITAL STOCK.**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100, with a nominal par value of \$1.00 per share.

**ARTICLE IV. DIRECTORS**

The initial number of Directors shall be one, namely Jackson M. Phillips, Jr., whose address is 174 Dusk Way, Ft. Pierce, FL 34945.

**ARTICLE V. INITIAL REGISTERED AGENT AND OFFICE.**

The name and address of the initial registered agent are J. Curtis Boyd, Esquire, 117 S. 2nd Street, Suite 208, Ft. Pierce, FL 34950.

**ARTICLE VI. INCORPORATOR.**

The name and street address of the incorporator of these articles of incorporation is Jackson M. Phillips, Jr., 174 Dusk Way, Ft. Pierce, FL 34945.

**ARTICLE VII. PURPOSE**

This corporation is organized to engage in any lawful purpose.

**ARTICLE VIII. AGREEMENTS**

The corporation or the stockholders may include in their agreement between themselves the following valid matters of agreement:

- a. any limitations or restraints upon the transferability, alienation or assignment of stock;

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- b. any limitation or restraint upon the encumbrance or pledge of stock;
- c. any agreements conferring pre-emptive right of purchase upon stockholders as conditions precedent to the sale of any stock;
- d. management agreements or other employment agreements with persons who may or may not be stockholders; and
- e. any and all such other agreements as may be reasonably necessary in the ownership, conduct or furtherance of the business of the corporation and to implement the said agreement by by-laws of the corporation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 6 day of October, 1997.

  
Jackson M. Phillips  
Incorporator

**ACCEPTANCE OF REGISTERED AGENT**

Having been named as registered agent for the above stated corporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I accept the duties and obligation of Florida Statute § 607.0505.

  
J. Curtis Boyd, Esq.

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