

P9800010804

Requestor's Name

Michael Boucher

Michael Boucher
210 Grant Road
Merritt Island, FL 32953

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) _____ (Document #)
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- Walk in
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| NEW FILINGS | |
|--------------------------|-------------------|
| <input type="checkbox"/> | Profit |
| <input type="checkbox"/> | NonProfit |
| <input type="checkbox"/> | Limited Liability |
| <input type="checkbox"/> | Domestication |
| <input type="checkbox"/> | Other |

| AMENDMENTS | |
|--------------------------|--|
| <input type="checkbox"/> | Amendment |
| <input type="checkbox"/> | Resignation of R.A., Officer/ Director |
| <input type="checkbox"/> | Change of Registered Agent |
| <input type="checkbox"/> | Dissolution/Withdrawal |
| <input type="checkbox"/> | Merger |

| OTHER FILINGS | |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report |
| <input type="checkbox"/> | Fictitious Name |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/ QUALIFICATION | |
|--------------------------------|---------------------|
| <input type="checkbox"/> | Foreign |
| <input type="checkbox"/> | Limited Partnership |
| <input type="checkbox"/> | Reinstatement |
| <input type="checkbox"/> | Trademark |
| <input type="checkbox"/> | Other |

SHARON

DEC 30 1998

Examiner's Initials

**ARTICLES OF INCORPORATION
OF
B&G IRRIGATION AND LANDSCAPE COMPANY**

ARTICLE 1 - NAME

The name of the corporation is B&G IRRIGATION AND
LANDSCAPE COMPANY

ARTICLE II - DURATION

This corporation shall exist perpetually, commencing at the time
of filing these articles with the Secretary of State of the State of
Florida.

ARTICLE III - PURPOSES

This corporation is organized for the purposes of transacting any
or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000)
shares at \$.01 par value, common stock, which shall be designated
"Common Shares". Two hundred (200) shares will be issued
initially and eight hundred (800) shares shall be held outstanding.

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for
the election of directors and for all other purposes shall be vested
exclusively in the holders of the outstanding Common Shares.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale of cash of any new stock of this
corporation of the same kind as that which he already holds, 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
which it is offered to others.

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ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial register office of this corporation is 210 Grant Road, Merritt Island, FL 32953, and the name of the initial registered agent of this corporation at that address is:
Michael G. Boucher.

ARTICLE VIII - INTIAL BOARD OF DIRECTORS

This corporation shall have two (2) initial directors initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one. The names and addresses of the initial directors of this corporation are Michael G. Boucher of 210 Grant Road, Merritt Island, Florida 32953, and Steven Geiger of 455 Monitor Street, Merritt Island, Florida, 32952.

ARTICLE IX - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office is 210 Grant Road, Merritt Island, Florida 32953, and is the same address as the initial registered agent of the corporation as contained in Article VII of these Articles of Incorporation.

ARTICLE X - INCORPORATORS

The names and addresses of the persons signing these Articles are: Michael Boucher of 210 Grant Road, Merritt Island, Florida 32953, and Steven Geiger of 455 Monitor Street, Merritt Island, Florida 32952.

ARTICLE XI - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the Shareholders.

ARTICLE XII - CALLING OF SPECIAL MEETINGS

Special meetings of shareholders may be called by the Board of Directors of this Corporation.

ARTICLE X111 - SHAREHOLDER QUORUM AND VOTING

Fifty-one percent (51%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders. If a quorum is present, the affirmative vote of fifty-one percent (51%) of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XIV- INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XV - AMENDMENT

The corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XVI - RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons in the amount set forth opposite their name: Michael Boucher - one hundred shares (100), Steven Geiger - one hundred shares (100).

Shares held by the initial stockholders listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this corporation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 18th day of December 1998.

Michael Boucher

Michael Boucher
210 Grant Road
Merritt Island, FL 32953

Steven Geiger

Steven Geiger
455 Monitor Street
Merritt Island, FL 32952

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing Articles of Incorporation was acknowledged before me this 18th day of December 1998, by Michael Boucher and Steven Geiger, who are personally known to me or who have produced a Florida Driver's License as identification.



Patty Hoffman
MY COMMISSION # CC487115 EXPIRES
December 1, 1999
BONDED THRU TROY FAIN INSURANCE, INC.

Patty Hoffman

Notary Public, State of Florida

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in the capacity. I further agree to comply with the provisions of all statues relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

Dated: 12/18/98

Michael Boucher

Michael Boucher
210 Grant Road
Merritt Island, FL 32953