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AFFIDAVIT

I, Michael P. Skenian, sole shareholder of the existing corporation, GRASSHOPPERS LANDSCAPING & DESIGN, INC. do hereby consent to the use of this name for this new corporation I am forming with the Articles of Incorporation attached herewith and pursuant to the Articles of Amendment for name change filed under separate cover for the existing GRASSHOPPERS LANDSCAPING & DESIGN, INC.

Signed

Michael P. Skenian

Date

2 DEC -5 PM 12: | ECRETARY OF STATE

ARTICLES OF INCORPORATION

of

GRASSHOPPERS LANDSCAPING & DESIGN, INC.

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.

ARTICLE I - CORPORATE NAME AND PRINCIPAL OFFICE

The name of the Corporation is:

GRASSHOPPERS LANDSCAPING & DESIGN, INC.

The Corporation's principal office and mailing address is:

GRASSHOPPERS LANDSCAPING & DESIGN, INC. 10480 W. ATLANTIC AVENUE DELRAY BEACH, FLORIDA 33446

ARTICLE II - DURATION

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

02 DEC -5 PM 12: 19
SECRETARY OF STATE

ARTICLE III - PURPOSE

The Corporation is organized for the purpose of engaging in any lawful activities permitted under the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

The Corporation is authorized to issue ONE THOUSAND shares (1,000) 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 mailing address of the Initial Registered Agent of this Corporation is:

MICHAEL P. SKENIAN 10480 W. ATLANTIC AVENUE DELRAY BEACH, FLORIDA 33446

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) director(s) initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name(s) and address(es) of the initial director(s) of the Corporation are as follows:

MICHAEL P. SKENIAN 10480 W. ATLANTIC AVENUE DELRAY BEACH, FLORIDA 33446

ARTICLE VII - INCORPORATORS

The name and address of the person signing these Articles of Incorporation is as follows:

MICHAEL P. SKENIAN 10480 W. ATLANTIC AVENUE DELRAY BEACH, FLORIDA 33446

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 25TH day of November 2002.

Michael R. Skenian

STATE OF FLORIDA

SS

COUNTY OF PALM BEACH

before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared

MICHAEL P. SKENIAN

known to me and known to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that <u>HE</u> executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 25 day of November, 2002.

(Notary Public, State of Florida at Large)

(Notary Seal)



CERTIFICATE AND ACKNOWLEDGEMENT OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

GRASSHOPPERS LANDSCAPING & DESIGN, INC.

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

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

10480 W. ATLANTIC AVENUE DELRAY BEACH, FLORIDA 33446

has named

MICHAEL P. SKENIAN

located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

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 P. SKENIAN, Registered Agent

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