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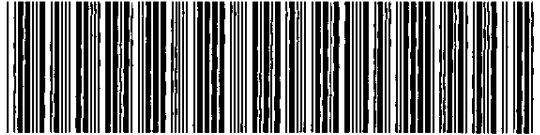
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S. DAVID COX, Esquire

Law Offices of  
**S. DAVID COX, Chartered**

1831 NW 13th Street, Suite 6  
Gainesville, FL 32609  
Post Office Box 2958  
Gainesville, FL 32602  
(352) 375-1202 - Fax (352) 375-0887  
E-mail - coxsdavid@aol.com

INTERNATIONAL CONSULTANT:

ASIA/PACIFIC RIM  
**FRANK CHIANG, LL.B., LL.M.\***  
(\*INTERNATIONAL LAW, HARVARD)  
SHANGHAI, P. R. C.

**October 30, 2008**

**Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314**

**RE: *AMAZING GRASS AND LANDSCAPING, INC.***

**Dear Sir or Madame:**

Enclosed herewith please find original of the Articles of Incorporation relative to the above "Amazing Gras and Landscaping, Inc." corporation. We request that the original be filed with the Secretary of State's Office with a certified copy of the filed articles being made available to the undersigned for our corporate records.

Also enclosed is a check in the amount of \$78.75, representing the filing fees, resident agent designation and certified copy on this matter.

Thank you in advance for your cooperation in this matter.

With kindest regards, I remain  
Very cordially yours,

  
S. David Cox

SDC/lg  
Enclosure

CK# 7875



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

November 3, 2008

S. DAVIS COX, ESQ.  
1831 NW 13TH STREET, #6  
GAINESVILLE, FL 32609

SUBJECT: AMAZING GRASS AND LANDSCAPING, INC.  
Ref. Number: W08000050149

We have received your document for AMAZING GRASS AND LANDSCAPING, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal street address and/or a mailing address in the document. A post office box is not acceptable for the principal address.

An effective date may be added to the Articles of Incorporation if a 2009 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6962.

Valerie Herring  
Regulatory Specialist II  
New Filing Section

Letter Number: 708A00055965

ARTICLES OF INCORPORATION

of

AMAZING GRASS AND LANDSCAPING, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is AMAZING GRASS AND LANDSCAPING, INC. 5005 SW 94<sup>th</sup> Street, Gainesville, Fl. 32608.

ARTICLE II - DURATION AND COMMENCEMENT

This corporation shall exist for a period of perpetual existence, commencing upon the approval by the Secretary of State.

ARTICLE III - PURPOSE

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation and to initially engage in lawn service, landscaping and related activities.

ARTICLE IV - CAPITAL STOCK

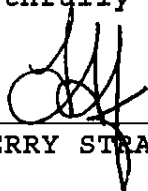
The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having a nominal or par value of \$1 per share.

ARTICLE V - ADDRESS

The street address of the initial registered office of the corporation shall be 5005 SW 94<sup>th</sup> Street, Gainesville, Florida

32608, and the name of the initial registered agent of the corporation at that address is **TERRY STRAUGHN**, who hereby accepts the designation as Resident Agent.

I have read and understand my obligations and duties as the Resident Agent for this corporation and I hereby accept this position and will faithfully discharge the obligations and duties required.



**TERRY STRAUGHN**

**ARTICLE VI - DIRECTORS**

This corporation shall have three directors initially. The number of directors may be either increased or decreased from time to time in accordance with the corporation Bylaws, but shall never be less than three. The names and addresses of the initial directors of this corporation are:

**TERRY STRAUGHN**  
5005 SW 94<sup>th</sup> Street  
Gainesville, Florida 32608,

**TERRI STRAUGHN**  
5005 SW 94<sup>th</sup> Street  
Gainesville, Florida 32608,

**ROBERT WELCH**  
8117 NW 1<sup>st</sup> Place  
Gainesville, FL 32608

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE VII - OFFICERS**

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation's existence or until their successors are elected or appointed in accordance with the By-laws of this corporation are:

**TERRY STRAUGHN**  
5005 SW 94<sup>th</sup> Street  
Gainesville, Florida 32608,

**President**

TERRI STRAUGHN  
5005 SW 94<sup>th</sup> Street  
Gainesville, Florida 32608,

Secretary/Treasurer

ROBERT WELCH  
8117 NW 1<sup>st</sup> Place  
Gainesville, FL 32608

Vice President

#### ARTICLE VIII - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he or she 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 at which it is offered to others. Upon the death or incapacity of any shareholders, first choice of purchase on a pro rata share basis (as nearly as may be done without issuance of fractional shares) is reserved to the remaining shareholders. The pro rate share of those shareholders not wishing to purchase shall be offered on a pro rata basis to those remaining shareholders who do wish to purchase those shares.

#### ARTICLE IX - SUBSCRIBER


The name and street address of the subscriber to these Articles of Incorporation is:

TERRY STRAUGHN  
5005 SW 94<sup>th</sup> Street  
Gainesville, Florida 32608,

#### ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any amendment hereto, and any right conferred upon the shareholder is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 28<sup>th</sup> day of October, 2008.

  
\_\_\_\_\_  
TERRY STRAUGHN

STATE OF FLORIDA  
COUNTY OF ALACHUA

BEFORE ME, the undersigned authority, an officer duly authorized in the state and county named above to take acknowledgments, personally appeared **TERRY STRAUGHN**, known to me to be or who proved to my satisfaction that he is the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same.

WITNESS my hand and official seal this 28<sup>TH</sup> day of October, 2008.

(NOTARIAL  
SEAL)



*S. David Cox*

NOTARY PUBLIC

STATE OF FLORIDA AT LARGE

Prepared by:  
S. David Cox, Esquire  
1831 NW 13<sup>th</sup> Street, Suite 6  
Gainesville, FL 32609  
352/375-1202