



THE UNITED STATES
CORPORATION
COMPANY

F00000006963

ACCOUNT NO. : 072100000032

REFERENCE : 929931 4307494

AUTHORIZATION : *Patricia Pujols*

COST LIMIT : \$ 87.50

ORDER DATE : December 13, 2000

ORDER TIME : 10:58 AM

ORDER NO. : 929931-005

CUSTOMER NO: 4307494

900003501479--5

CUSTOMER: Mr. Steven P. Rapoport
Kay Collyer & Boose
One Dag Hammarskjold Plaza
31st Floor
New York, NY 10017

FOREIGN FILINGS

NAME: ONESOURCE LANDSCAPE
CONSTRUCTION, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:
XX CERTIFIED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom -- EXT# 1104

EXAMINER: _____

FILED
00 DEC 14 PM 5:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2000 DEC 14 AM 11:39

RECEIVED
DIVISION OF STATE
DEPARTMENT OF REVENUE
TALLAHASSEE, FLORIDA

3/1
12/14



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 14, 2000

TAMARA ODOM
CSC
TALLAHASSEE, FL

SUBJECT: ONESOURCE LANDSCAPE CONSTRUCTION, INC.
Ref. Number: W00000029339

RESUBMIT

Please give original
submission date as file date.

12/14/2000

We have received your document for ONESOURCE LANDSCAPE CONSTRUCTION, INC. and the authorization to debit your account in the amount of \$87.50. However, the document has not been filed and is being returned for the following:

The REGISTERED AGENT must sign the acceptance statement in Item 10.

Please return 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) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 600A00063040

00 DEC 14 PM 5 23
FILED
SECTION OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
DIVISION OF STATE
CORPORATIONS
TALLAHASSEE, FLORIDA
2000 DEC 14 PM 3 55
TO THE SECRETARY OF STATE
FROM THE SECRETARY OF STATE

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. OneSource Landscape Construction, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware 3. EIN pending
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. December 4, 2000 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. upon qualification
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 4800 North Federal Highway, Suite 200B
Boca Raton, Florida 33431
(Current mailing address)

8. The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida, 32301
(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company
By: BRIAN COURTNEY, ASST. V.P.
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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TALLAHASSEE, FLORIDA

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Eli D. Schoenfield, Assistant Secretary

(Typed or printed name and capacity of person signing application)

OneSource Landscape Construction, Inc.
List of Officers and Directors

Officers:

George Lipscomb	President	4800 North Federal Highway, Suite 200B Boca Raton, FL 33431
George A. Williams	Sr. Vice President Administration	1600 Parkwood Circle, Suite 400 Atlanta, GA 30339
Steven J. Levine	Vice President & Secretary	4800 North Federal Highway, Suite 200B Boca Raton, FL 33431
Perry J. Gaid	Vice President	1600 Parkwood Circle, Suite 400 Atlanta, GA 30339
Ann M. Olbert	Treasurer	4800 North Federal Highway, Suite 200B Boca Raton, FL 33431
Kenneth McGonagill	Asst. Treasurer	1600 Parkwood Circle, Suite 400 Atlanta, GA 30339
James Renehan	Asst. Treasurer	1600 Parkwood Circle, Suite 400 Atlanta, GA 30339
Scott Friedlander	Asst. Secretary	1600 Parkwood Circle, Suite 400 Atlanta, GA 30339
Thomas F. Boyer	Asst. Secretary	1600 Parkwood Circle, Suite 400 Atlanta, GA 30339
Eli D. Schoenfield	Asst. Secretary	One Dag Hammarskjold Plaza New York, NY 10017

Directors:

Peter M. R. Gaze	4800 North Federal Highway, Suite 200B Boca Raton, FL 33431
Steven J. Levine	4800 North Federal Highway, Suite 200B Boca Raton, FL 33431

FILED
DEC 14 PM 5:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ONESOURCE LANDSCAPE CONSTRUCTION, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTEENTH DAY OF DECEMBER, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

FILED
00 DEC 14 PM 5:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA




Edward J. Freel, Secretary of State

3324356 8300

AUTHENTICATION: 0851355

001623557

DATE: 12-13-00