

FERGUSON & SAUNDERS

A PARTNERSHIP INCLUDING PROFESSIONAL CORPORATIONS

ATTORNEYS AT LAW

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ATLANTA, GEORGIA 30303

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F9600005544

6/96-21905

October 8, 1996

Florida Department of State
Filing Department
P.O. Box 6327
Tallahassee, Florida 32314

Re: Emerald Green Lawn Care, Inc.

100001989801--3
-10/30/96--01014--015
*****70.00 *****70.00

Dear Sir or Madam:

Enclosed please find Emerald Green Lawn Care, Inc.'s Application by Foreign Corporation for Authorization to Transact Business in Florida. Also enclosed is a an original Certificate of Existence from the Secretary of State of Georgia and a check in the amount of \$75.00 (\$35.00 filing fee, \$35.00 registered agent designation fee).

Please register Emerald Green Lawn Care, Inc. do transact business in Florida.

Feel free to call me if you have any questions.

Sincerely,

Lori J. Ruff

Lori J. Ruff
Legal Assistant

96 OCT 25 AM 11:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

10/25

Enclosures

LJR/wp

24382/5949.08



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 15, 1996

LORI J RUFF
FERGUSON & SAUNDERS
3950 1 ATLANTIC CTR, 1201 W PEACHTREE ST
ATLANTA, GA 30309

SUBJECT: EMERALD GREEN LAWN CARE, INC.
Ref. Number: W96000021905

We have received your document for EMERALD GREEN LAWN CARE, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please sign and return your check, along with a copy of this letter to ensure your check is properly credited.

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 (904) 487-6094.

Doug Dickinson
Document Specialist

Letter Number: 396A00047266

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


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

1. Emerald Green Lawn Care, 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. Georgia 3. 59-3398753
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. September 12, 1996 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or perpetual)
6. September 12, 1996
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.))
7. 28860 U.S. 19 North, Suite 300
Clearwater, Florida 34621
(Current mailing address)
8. Lawn, tree and shrub care services
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent:
Name: Evan McIntosh
Office Address: 28860 U.S. 19 North, Suite 300
Clearwater, Florida, 34621
(Zip Code)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.


(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:

A. DIRECTORS

Chairman: Patrick K. GuyAddress: 28860 U.S. 19 North, Suite 300
Clearwater, Florida 34621

Vice Chairman: _____

Address: _____

Director: Michael R. GuyAddress: 28860 U.S. 19 North, Suite 300
Clearwater, Florida 34621Director: Evan McIntoshAddress: 28860 U.S. 19 North, Suite 300
Clearwater, Florida 34621

B. OFFICERS

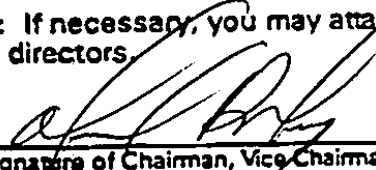
President: Michael R. GuyAddress: 28860 U.S. 19 North, Suite 300
Clearwater, Florida 34621

Vice President: _____

Address: _____

Secretary: Jerry JacksonAddress: 28860 U.S. 19 North, Suite 300
Clearwater, Florida 34621Treasurer: Jerry JacksonAddress: 28860 U.S. 19 North, Suite 300
Clearwater, Florida 34621

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. Michael R. Guy, President
(Signature of person submitting application)SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

Secretary of State
Business Information and Services
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 962760255
CONTROL NUMBER : 9629121
DATE INC/AUTH/FILED: 09/12/1996
JURISDICTION : GEORGIA
PRINT DATE : 10/02/1996
FORM NUMBER : 211

FERGUSON AND SAUNDERS
KEVIN SAUNDERS
1201 W. PEACHTREE STREET, STE 3950
ATLANTA GA 30309

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF EXISTENCE

I, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

EMERALD GREEN LAWN CARE, INC.
A DOMESTIC PROFIT CORPORATION

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation, or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up, or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.

Lewis A. Massey
LEWIS A. MASSEY
SECRETARY OF STATE

