



THE UNITED STATES
CORPORATION
COMPANY

L000000003317

ACCOUNT NO. : 072100000032

REFERENCE : 632010 82475A

AUTHORIZATION : *Patricia Pizit*

COST LIMIT : \$ 125.00

ORDER DATE : March 21, 2000

ORDER TIME : 11:27 AM

ORDER NO. : 632010-005

CUSTOMER NO: 82475A

8000003177788--3

CUSTOMER: Ms. Suzanne A. Novak
ROBERT ABRAHAM, P.A.
ROBERT ABRAHAM, P.A.
347 South Ridgewood Avenue

Daytona Beach, FL 32114

DOMESTIC FILING

NAME: ROB & SCOTT'S LAWN SERVICE,
L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

Name	
Availability	<i>OK</i> CERTIFIED COPY
	XX PLAIN STAMPED COPY
Document	CERTIFICATE OF GOOD STANDING
Examiner	<i>OK</i> DCC
Updater	CONTACT PERSON: Janine Lazzarini DCC
Updater	
Verifier	<i>OK</i> DCC
Acknowledgement	DCC
W. P. Verifier	<i>OK</i> DCC

EXAMINER'S INITIALS: _____

RA must sign

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00 MAR 21 PM 4:58
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS
DEPARTMENT OF STATE

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LAW OFFICES
EDGAR M. DUNN, JR., P.A.

347 SOUTH RIDGEWOOD AVENUE
DAYTONA BEACH, FLORIDA 32114
TELEPHONE (904) 258-1222
TELEFAX (904) 255-8521
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CAROL H. SMITH
Extension 21

EDGAR M. DUNN, JR., P.A.
Extension 21
SUZANNE A. NOVAK
Extension 22

March 20, 2000

Florida Department of State
Division of Corporations
Domestic Filing Section
409 East Gaines Street
Tallahassee, Florida 32301

Re: Rob & Scott's Lawn Service, L.C.
Our File No. R4058-2

Dear Ladies and Gentlemen:

Enclosed are:

- (a) Original of the Articles of Incorporation of Rob & Scott's Lawn Service, L.C..
- (b) Our firm's check, made payable to the "Florida Department of State", in the amount of \$70.00 (to cover the following: fee of \$35.00 for filing the Articles of Incorporation, fee of \$35.00 for designation and acceptance of registered agent).

The Articles of Incorporation are delivered to the Florida Department of State for filing, in accordance with the Florida Business Corporation Act. Please file the Articles and issue a certificate of incorporation effective as of the date shown in the Articles.

If you have any questions about these documents, please call the undersigned attorney.

Sincerely,


Suzanne A. Novak

SAN:chs
Enclosures

c: Robert Messner
[R/4058-2] State.Ltgr

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TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 21, 2000

JANINE LAZZARINI
CSC
TALLAHASSEE, FL 32301

SUBJECT: ROB & SCOTT'S LAWN SERVICE, L.C.
Ref. Number: W00000007523

RESUBMIT
Please give original
submission date as file date.

We have received your document for ROB & SCOTT'S LAWN SERVICE, L.C. and the authorization to debit your account in the amount of \$125.00. However, the document has not been filed and is being returned for the following:

The registered agent must sign accepting the designation.

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) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 200A00015546

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

OF

ROB & SCOTT'S LAWN SERVICE, L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby make, acknowledge, and cause to be filed with the Florida Department of State the following articles of organization [the "Articles"].

ARTICLE I

(Name of Company)

The name of the limited liability company shall be ROB & SCOTT'S LAWN SERVICE, L.C. [the "Company"].

ARTICLE II

(Mailing and Street Address of Principal Office)

The mailing address and street address of the principal office of the Company shall be 838 Sugar House Drive, Port Orange, Florida 32119.

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ARTICLE III

(Duration of Corporate Existence)

The Company shall commence its existence on the date these Articles are filed by the Florida Department of State. The Company's existence shall be perpetual unless the Company is earlier dissolved as provided in these Articles.

ARTICLE VI
(Registered Office and Agent of Company)

The name and street address of the registered agent of the Company in the State of Florida is **Edgar M. Dunn, Jr.** of Edgar M. Dunn, Jr., P.A., 347 South Ridgewood Avenue, Daytona Beach, Florida 32114.

ARTICLE V
(Capital Contributions)

The members of the Company shall contribute to the capital of the Company the cash or property set forth in Schedule of Member Initial Contributions that is attached to these Articles as Exhibit "A."

ARTICLE VI
(Additional Capital Contributions)

From time to time, each member shall make additional capital contributions to the Company. These additional contributions shall be made in accordance with the written demand or call of a majority in interest of the members of the Company. As used in these Articles, a "majority in interest of the members" means fifty percent plus one of the interest of the members allocated in proportion to their net capital contributions to the Company as provided in section 608.422, Florida Statutes.

ARTICLE VII
(Admission of New Members)

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TALLAHASSEE, FLORIDA

No additional members shall be admitted to the Company except with the written consent of a majority in interest of the members of the Company and only then upon such terms and conditions as may be determined by such majority group of members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member of the Company unless otherwise authorized by a majority in interest of the members of the Company.

ARTICLE VIII
(Continuation of Company's Business By Consent)

The Company shall be dissolved upon the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of a majority in interest of the members of the Company, and only if there are at least two individual members of the Company remaining.

ARTICLE IX
(Management of Company's Affairs)

The management of the Company shall be vested in the members in proportion to their respective contribution to the Company's capital. The members shall manage the Company in accordance with these Articles and regulations adopted and amended, from time to time by the members for the management of the business and affairs of the Company. The regulations may contain any provisions for the regulation and management of the affairs of the Company that are not inconsistent with law or these Articles. The names and addresses of the members of the

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Company are:

Name of Member

Address of Member

Robert H. Messner

848 Sugar House Drive
Port Orange, Florida 32119

John Scott Voll

838 Sugar House Drive
Port Orange, Florida 32119

IN WITNESS WHEREOF, the undersigned organizer and member has executed
these Articles at Daytona Beach, Florida, on March 20, 2000.



John Scott Voll
A member
[the "Organizer"]

ACKNOWLEDGEMENT OF EXECUTION OF ARTICLES

STATE OF FLORIDA
COUNTY OF VOLUSIA

The execution of the Articles of Organization was acknowledged before me by
JOHN SCOTT VOLL, who is known to me, as a member and the Organizer of **ROB &
SCOTT'S LAWN SERVIC, L.C.**, a Florida limited liability company, on March 20th, 2000.



Carol H. Smith
MY COMMISSION # CC625278 EXPIRES
May 23, 2001
BONDED THRU TROY FARM INSURANCE, INC

(Notary's Public Seal)


Notary Public, State of Florida

CAROL H. Smith
Carol H. Smith

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SCHEDULE OF MEMBERS' INITIAL CONTRIBUTIONS

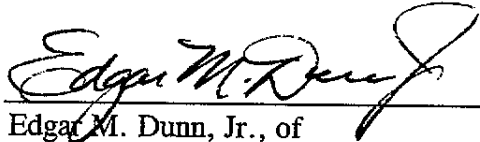
The below-named members of ROB & SCOTT'S LAWN SERVICE, L.C. made initial contributions to the capital of the Company on the dates and in the amounts indicated as follows:

<u>Name of Member</u>	<u>Amount of Contribution</u>
Robert H. Messner	\$ 600
John Scott Voll	\$ 400
Total	\$1,000

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ACCEPTANCE BY REGISTERED AGENT

Edgar M. Dunn, Jr., of Edgar M. Dunn, Jr., P.A., being the person named in the Articles of Organization of Rob & Scott's Lawn Service, L.C., as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the Articles of Organization, and accepts the appointment as registered agent and agrees to act in this capacity. Edgar M. Dunn, Jr. further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.



Edgar M. Dunn, Jr., of
Edgar M. Dunn, Jr., P.A.
347 South Ridgewood Avenue
Daytona Beach, FL 32114

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