

# No7000012237

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(Requestor's Name)

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(City/State/Zip/Phone #)

☐ PICK-UP    ☐ WAIT    ☐ MAIL

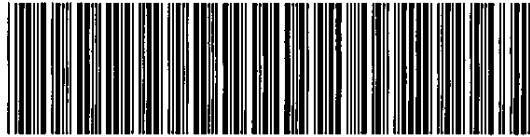
\_\_\_\_\_  
(Business Entity Name)

\_\_\_\_\_  
(Document Number)

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10/16/07--01037--020 \*\*70.00

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TALLAHASSEE, FLORIDA

CS 12-26

CORPDIRECT AGENTS, INC. (formerly CCRS)  
515 EAST PARK AVENUE  
TALLAHASSEE, FL 32301  
222-1173

**FILING COVER SHEET**  
**ACCT. #FCA-14**

**CONTACT:**      ASHLEY SMITH

**DATE:**            10-16-2007

**REF. #:**           RA0912.76047

**CORP. NAME:**   INTERNATIONAL BANCORP, INC.

- |   |   |  |
|---|---|--|
| <input checked="" type="checkbox"/> ARTICLES OF INCORPORATION | <input type="checkbox"/> ARTICLES OF AMENDMENT  | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT                        | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME         |
| <input type="checkbox"/> FOREIGN QUALIFICATION                | <input type="checkbox"/> LIMITED PARTNERSHIP    | <input type="checkbox"/> LIMITED LIABILITY       |
| <input type="checkbox"/> REINSTATEMENT                        | <input type="checkbox"/> MERGER                 | <input type="checkbox"/> WITHDRAWAL              |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION          |   |  |
| <input type="checkbox"/> OTHER:                               |   |  |

**STATE FEES PREPAID WITH CHECK#** 392 **FOR \$** 70.00

**AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:**

\_\_\_\_\_ **COST LIMIT: \$** \_\_\_\_\_

**PLEASE RETURN:**

- |  |   |  |
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| <input type="checkbox"/> CERTIFIED COPY        | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input checked="" type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS |   |  |

Examiner's Initials



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

October 17, 2007

CORPDIRECT AGENTS, INC./ ASHLEY SMITH

SUBJECT: INTERNATIONAL BANCORP, INC.  
Ref. Number: W07000051447

We have received your document for INTERNATIONAL BANCORP, 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):

Written approval and clearance of the words BANK, BANC, BANCO, BANQUE, BANKER, BANKING, TRUST COMPANY, SAVINGS AND LOAN ASSOCIATION, SAVINGS BANK or CREDIT UNION, or words of similar import in any context or any manner must be obtained from the Office of Financial Regulation, pursuant to section 655.922(2a), Florida Statutes.

Enclosed is a "Corporate Name Approval Request" form to be completed and sent to the address indicated on the form. If the proposed name is approved by the Office of Financial Regulation, resubmit the document and the approval letter to the Division of Corporations for filing.

The document must state the number of shares of authorized stock.

An effective date may be added to the Articles of Incorporation **if a 2008 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) 245-6047.

Carolyn Lewis  
Regulatory Specialist II  
New Filing Section

Letter Number: 607A00061086

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CORPDIRECT AGENTS, INC. (formerly CCRS)  
515 EAST PARK AVENUE  
TALLAHASSEE, FL 32301  
222-1173

**FILING COVER SHEET**  
**ACCT. #FCA-14**

**CONTACT:** PATRICIA TADLOCK

**DATE:** 12/24/2007

**REF. #:** 000174.79021

**CORP. NAME:** SUSTAINABLE LANDSCAPE COUNCIL, INC.

- |  |   |  |
|--|---|--|
| <input checked="" type="checkbox"/> ( XX ) ARTICLES OF INCORPORATION | <input type="checkbox"/> ( ) ARTICLES OF AMENDMENT  | <input type="checkbox"/> ( ) ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ( ) ANNUAL REPORT                           | <input type="checkbox"/> ( ) TRADEMARK/SERVICE MARK | <input type="checkbox"/> ( ) FICTITIOUS NAME         |
| <input type="checkbox"/> ( ) FOREIGN QUALIFICATION                   | <input type="checkbox"/> ( ) LIMITED PARTNERSHIP    | <input type="checkbox"/> ( ) LIMITED LIABILITY       |
| <input type="checkbox"/> ( ) REINSTATEMENT                           | <input type="checkbox"/> ( ) MERGER                 | <input type="checkbox"/> ( ) WITHDRAWAL              |
| <input type="checkbox"/> ( ) CERTIFICATE OF CANCELLATION             |   |  |
| <input type="checkbox"/> ( ) OTHER:                                  |   |  |

**STATE FEES PREPAID WITH CHECK#** 524109 **FOR \$** 8.75

**AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:**

\_\_\_\_\_ **COST LIMIT: \$** \_\_\_\_\_

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| <input type="checkbox"/> ( ) CERTIFICATE OF STATUS      |   |   |

Examiner's Initials

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

# ARTICLES OF INCORPORATION

OF

## SUSTAINABLE LANDSCAPE COUNCIL, INC.

The undersigned incorporator, for the purpose of forming a Corporation Not for Profit under the Florida Not for Profit Corporation Act, hereby adopts the following Articles of Incorporation:

### ARTICLE I - NAME

The name of this Corporation is:

SUSTAINABLE LANDSCAPE COUNCIL, INC.

### ARTICLE II - TERM OF EXISTENCE

The Corporation is to exist perpetually.

### ARTICLE III - PURPOSES

The purpose of the Corporation is to promote sustainable landscape products and practices and to engage in any activity or business permitted under the laws of the United States and the State of Florida.

(Educational)

### ARTICLE IV - PRINCIPAL OFFICE

The address of the principal place of business of this Corporation shall be:

1579 Barber Road  
Sarasota, Florida 34240

and, the mailing address of this Corporation shall be:

1579 Barber Road  
Sarasota, Florida 34240

#### ARTICLE V - INITIAL REGISTERED AGENT AND ADDRESS

The registered agent and street address of the registered office of this Corporation is:

Benjamin R. Hanan  
240 South Pineapple Avenue, 10th Floor  
Sarasota, Florida 34236

#### ARTICLE VI - OFFICERS AND DIRECTORS

The affairs of this Corporation shall be managed by a governing board called the Board of Directors, who shall be elected initially by the incorporator, and thereafter at the Annual Meeting of the Corporation. Vacancies on the Board of Directors may be filled until the next Annual Meeting, in such manner as provided by the By-Laws of the Corporation. The officers shall be: a President, Vice President, Secretary, Treasurer and such other officers as determined by the Board of Directors. They shall be elected by the Board of Directors. The officers and the Board of Directors shall perform such duties, hold office for such terms, and take office at such times as shall be provided by the By-Laws of the Corporation.

#### ARTICLE VII – NAME AND ADDRESS OF DIRECTORS

The number of Directors shall initially be five (5). The number may be increased as provided in the By-Laws of the Corporation, but shall never be fewer than three (3). The names and addresses of the persons who shall serve as Directors until the first election are:

Jon Rosenthal  
1579 Barber Road  
Sarasota, Florida 34240

John Cauthen  
Forestry Resources, Inc.  
4353 Michigan Link  
Fort Myers, FL 33916

John Kiefer  
E-3 Building Science  
8891 Brighton Lane, Suite 102  
Bonita Springs, FL 34135

Mayer Berg  
Riverland Nursery  
13005 Palm Beach Boulevard  
Fort Myers, FL 33905

Will Nugent  
Bethel Farms  
8780 NW Bethel Farms Road  
Arcadia, FL 34266

#### ARTICLE VIII - BY-LAWS

The By-Laws of this Corporation may be altered, amended or repealed, and new By-Laws may be adopted as provided in the By-Laws of the Corporation.

#### ARTICLE IX - AMENDMENT OF ARTICLES OF INCORPORATION

These Articles may be amended as provided in the By-Laws of the Corporation.

#### ARTICLE X - INDEMNIFICATION

The Corporation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil or criminal, administrative or investigative (whether or not by or in the right of the Corporation), by reason that such person is or was a Board of Director or officer of the Corporation, against any and all expenses (including attorney's fees, Court costs and appellate costs and fees), judgments, fines and amounts paid in settlement incurred by him in connection with such action, suit or proceeding, except for an officer or Board of Director who is adjudged guilty of willful misfeasance or willful malfeasance in the performance of his duties. Such right of indemnification shall continue as to a person who has ceased to be a Board of Director or officer and shall inure to the benefit of the heirs and personal representatives

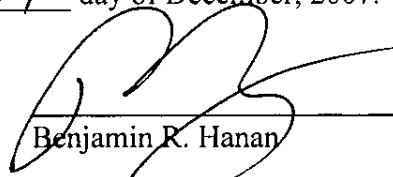
of such person. Provided however, that if any past or present officer or Board of Director sues the Corporation, other than to enforce this indemnification, such past or present Board of Director or officer instituting such suit shall not have the right of indemnification hereunder in connection with such suit. The Corporation is authorized to purchase insurance to provide funds for the indemnification hereinabove set forth, and, if such insurance is purchased but the proceeds of the same are not sufficient to cover the cost of indemnification, then the deficiency shall be paid from corporate funds. This indemnification is an absolute right, and such assessments shall be made notwithstanding any other provisions contained herein to the contrary.

#### ARTICLE XI - INCORPORATOR

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

Benjamin R. Hanan  
240 S. Pineapple Avenue, 10<sup>th</sup> Floor  
Sarasota, FL 34236

The undersigned has executed these Articles this 21 day of December, 2007.

  
\_\_\_\_\_  
Benjamin R. Hanan  
"INCORPORATOR"

Having been named as Registered Agent and to accept service of process for SUSTAINABLE LANDSCAPE COUNCIL, INC. at the place designated in the Articles, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Date: 12-21-07

  
Benjamin R. Hanan  
"REGISTERED AGENT"

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TALLAHASSEE, FLORIDA