

WOLFE, YOUNG, O'BAKER & COMPANY Accountants & Tax Consultants

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February 15, 2003

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

000003146050--4
-02/24/00--01047--011
*****78.75 *****78.75

Re: Green Carpet Lawn Service, Inc.

To Whom it May Concern:

Enclosed please find \$78.75 check for Filing Fees (\$35.00), Register Agent Designation (\$35.00) and Certificate of Status (\$8.75) for the above referenced company.

Also enclosed are two sets of notarized Articles of Incorporation and Certificate of Resident Agent.

Please return all correspondence concerning this matter to the following:

Clyde E. O'Baker
Wolfe, Young, O'Baker & Company
101 Sunnyside Road, Suite 200
Casselberry, Florida 32707

Should you have any questions, please do not hesitate to call this office at 407-339-9000.

Very truly yours,

Wolfe, Young, O'Baker & Company

Clyde E. O'Baker

Clyde E. O'Baker

CEO/sbo
Enclosures

FILED
00 FEB 24 PM 2:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WYO

C.C.
3-7-00

**ARTICLES OF INCORPORATION
OF
GREEN CARPET LAWN SERVICE, INC.**

FILED
00 FEB 24 PM 2:03
SEALING STATE
TALLAHASSEE, FLORIDA

Article I - Name

The name of the corporation is: **Green Carpet Lawn Service, Inc.**

Article II - Duration

This corporation shall exist perpetually.

Article III - Purpose

This corporation may engage in or transact 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.

Article IV - Capital Stock

This corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of One Dollar (\$1.00) par value common stock which shall be designated "Common Shares".

Article V - Preemptive 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 already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

Article VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 3547 Vestavia Way, Longwood, Florida 32779-5862 and the mailing address of the initial registered office of this corporation is 380 South State Road 434, Suite #1004-282, Altamonte Springs, Florida 32714. The name of the initial registered agent of this corporation at 3547 Vestavia Way, Longwood, Florida 32779-5862 is: Raul M. Hernandez.

Article VII - Initial Board of Directors

This corporation shall have two (2) Directors initially. The number of Directors may be either increased or diminished from time to time as permitted by the By-Laws, but shall never be less than one (1). The names and addresses of the Initial Directors are: Raul M. Hernandez, 3547 Vestavia Way, Longwood, Florida 32779-5862 and Terry M. Rezny, 1827 Windsor Oak Drive, Apopka, Florida 32703-7686.

Article VIII - Incorporator

The name and address of the person signing these Articles of Incorporation is:
Raul M. Hernandez, 3547 Vestavia Way, Longwood, Florida 32779-5862.

Article IX - Initial Officer

The names and addresses of initial officers shall be: Raul M. Hernandez, 3547 Vestavia Way, Longwood, Florida 32779-5862 - President/Treasurer and Terry M. Rezny, 1827 Windsor Oak Drive, Apopka, Florida 32703-7686 - Vice President/Secretary.

Article X - By-Laws

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto, and the by-laws of the corporation when adopted, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation the 15 day of February A.D., 2000.

A handwritten signature in dark ink, appearing to read 'Raul M. Hernandez', is written over a horizontal line.

Raul M. Hernandez - Incorporator

State of Florida
Department of State

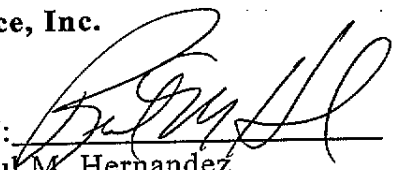
FILED
00 FEB 24 PM 2:03
SECRETARY OF STATE
TALLAHASSEE FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OF
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
THIS STATE AND NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

The following is submitted in compliance with Section
48.091, Florida Statutes.

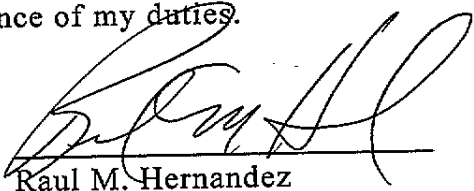
Green Carpet Lawn Service, Inc., a corporation organized under the laws of
the State of Florida, with its principal office at: 3547 Vestavia Way,
Longwood, Florida 32779-5862, has named **Raul M. Hernandez**, at that
address, as its Agent to accept service of process within this State.

Green Carpet Lawn Service, Inc.

BY: 
Raul M. Hernandez
Incorporator

ACCEPTANCE

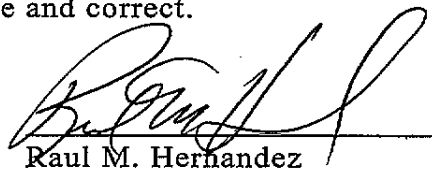
Having been named to accept service of process for the above-stated
corporation, at the designated place in this certificate, I hereby agree to act in
this capacity, and I further agree to comply with the provisions of all statutes
relative to the proper and complete performance of my duties.


Raul M. Hernandez
Registered Agent

STATE OF FLORIDA

COUNTY OF Orange :

BEFORE ME, the undersigned Notary Public, duly authorized in the aforesaid State and County to take oaths and acknowledgments, personally appeared, **Raul M. Hernandez**, well-known to me, who deposes and states that he is the person named in the above and foregoing "Articles of Incorporation", that he has read same over carefully, completely and thoroughly, and that to the best of Affiant's knowledge, information and belief, all of the matters, facts and statements set forth therein are true, accurate and correct.



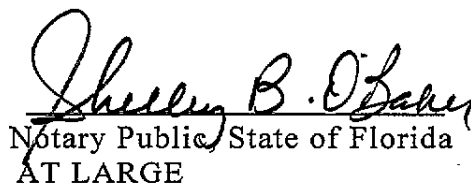
Raul M. Hernandez

Form of I.D. FL ID

I.D. # H655-733-47-259-0

Expiration 7/19/03

SWORN and SUBSCRIBED to before me this 15th day of Feb.,
A.D., 2000.



Notary Public, State of Florida
AT LARGE

My Commission Expires:
(N.P. Seal)

