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Law Offices Of
Steven A. Mason, P.A.

3363 SHERIDAN STREET, SUITE 201

Hollywood, Florida 33021

FILED

00 MAR 16 PM 2:29

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(954) 963-5900

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Steven A. Mason

ADMITTED IN FLORIDA,
PENNSYLVANIA & NEW JERSEY

March 15, 2000

VIA FEDERAL EXPRESS

Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

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*****78.75 *****78.75

RE: Landmark Services Corporation
Our File No: 00-4527

Dear Ladies and Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with our Trust Account Check No. 12178, in the amount of \$78.75 representing the following:

Filing fee:	\$	70.00
Certified copy of Articles:		8.75
	\$	78.75

I have also enclosed a self addressed stamped envelope for your convenience in returning a certified copy of the Articles to this office.

If you should have any questions please contact our office.

Sincerely,

Monique Refkin

Monique Refkin
Legal Assistant to Steven A. Mason

Enclosures: Check & Envelope

PA 3/22/2000

ARTICLES OF INCORPORATION
OF
LANDMARK SERVICES CORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation for profit under the laws of the State of Florida

ARTICLE I - NAME

The name of the corporation is LANDMARK SERVICES CORPORATION.

ARTICLE II - NATURE OF BUSINESS

The general character, purpose, and nature of business to be transacted by this corporation is as follows:

(a) To carry on in any capacity any business or trade deemed legal in the State of Florida, including especially the following:

- 1) the wholesale and retail sale of home appliances, parts and repairs of same;
- 2) sale and service of residential maintenance service agreements; and
- 3) preventive maintenance, repair and sale of plumbing and HVAC products.

(b) To do any or all of the things herein set forth to the same extent as natural persons might or could do; and in any part of the world as principals, agents, contractors or otherwise, alone or in company with others, and to do and perform all such things and acts as may be necessary, profitable or expedient in carrying on any of the businesses or acts above named.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 100 shares of Class A common stock without par value and 100 shares of Class B common stock without par value. Said authorized shares of Class A common stock shall be considered to be voting shares, and Class B common stock shall be non-voting. The transferability of these shares shall be restricted as specified in the Bylaws.

Authorized capital stock may be paid for in cash, service or property at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE IV - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of the same kind, class or series as that which he holds, shall have the right to purchase his or her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V - INDEMNIFICATION

The Corporation shall indemnify each officer or director, or any former officer or director, to the full extent permitted by law. The corporation shall defend, indemnify and hold harmless such officer or director from any claims which may be presented against him arising out of his official actions on behalf of the corporation or the furtherance of the corporations's business. This indemnification shall be made so long as the actions of the officer or director were undertaken in good faith for the best interests of the Corporation and were lawful or were undertaken pursuant to advice of counsel.

ARTICLE VI - INITIAL CAPITAL

The amount of the capital with which this Corporation shall begin business is \$100.00.

ARTICLE VII - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VIII - ADDRESS

The initial street address of the principal office of this corporation is to be at 12323 S.W. 55th Street, Bldg. 1000, Suite 1002, Cooper City, Florida 33330.


ARTICLE IX - RESIDENT AGENT

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That LANDMARK SERVICES CORPORATION desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at the City of Cooper City, County of Broward, has named Steven A. Mason, Esq., 3363 Sheridan Street, Suite 201, Hollywood, Florida 33021, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.


Steven A. Mason

ARTICLE X - DIRECTORS

The corporation shall have one director. The number of directors maybe increased or diminished from time to time by the By-Laws, but in no event shall be less than ONE nor more than FOUR.

ARTICLE XI - INITIAL DIRECTOR

The names and street addresses of the initial directors who shall hold office until their successors are elected and have qualified are as follows:

Kent Sonneborn, 12323 S.W. 55th Street, Building 1000, Suite 1002, Cooper City, FL 33330

ARTICLE XII - SUBSCRIBERS

The names and street addresses of the subscribers to these Articles of Incorporation, the number of shares agreed to take and the value of the consideration therefor are as follows:

<u>Name</u>	<u>Address</u>	<u>Number of Shares</u>
Kent Sonneborn	12323 S.W. 55 th Street, Bldg. 1000 Suite 1002, Cooper City, FL 33330	50 Class A
Jim Wells	P.O. Box 249, Palmetto, FL 34221	50 Class B


ARTICLE XIII - EFFECTIVE DATE

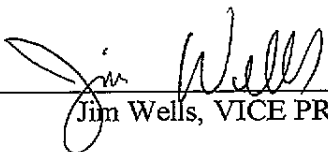
These Articles of Incorporation shall be effective on the date filed with the Secretary of State and accepted by same.

ARTICLE XIV - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon, manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 23 day of February, 2000.

 (SEAL)
Kent Sonneborn, PRESIDENT

 (SEAL)
Jim Wells, VICE PRESIDENT

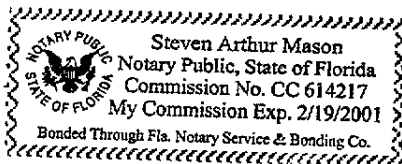
STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, the undersigned Notary Public, personally appeared Kent Sonneborn and Jim Wells to me well known to be the individuals described in and first being duly sworn, executed the foregoing Articles of Incorporation and acknowledged before me that he executed the same for the purpose therein expressed

Witness my hand and official seal in the County and State named above this 23 day of February, 2000.


NOTARY PUBLIC

MY COMMISSION EXPIRES:



FILED
00 MAR 16 PM 2:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA