

P000040392

110 East Robinson Street
Post Office Box 922
Orlando, Florida 32802

(407) 894-1002
facsimile: (407) 894-2207
email: magillaw@gdi.net

April 13, 2000

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-04/17/00--01118--006
*****70.00 *****70.00

Secretary of State
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32301

Re: Articles of Incorporation
D&E Creative, Inc.

Ladies and Gentlemen::

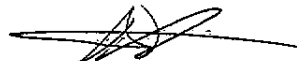
I enclose the original Articles of Incorporation for the above named corporation for profit.

Please file these as soon as possible and return to me the Certificate of filing.

I enclose my check in the amount of \$70.00 for the filing of these Articles of Incorporation.

Thank you for your cooperation and assistance in this matter.

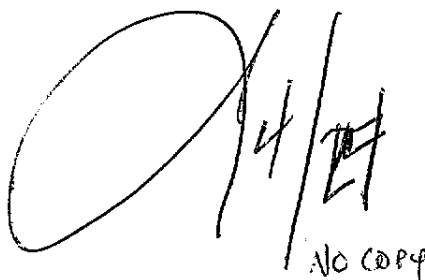
Very truly yours,



Robert T. Magill
Legal Assistant

rtm

Enclosures


4/21
NO COPY

FILED
00 APR 17 AM 8:55
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
D & E CREATIVE, INC.

FILED
00 APR 17 AM 8:55
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

I

The name of the corporation shall be *D & E CREATIVE, INC.*. The principal place of business shall be 1251 Carolyn Drive, Clermont, Florida 34711.

II

The duration of this corporation is perpetual unless dissolved according to law.

III

The purposes for which this corporation is organized are:

1. To provide landscaping products and services to the general public.
2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporations Act.
3. To do such other things as are incidental to the foregoing or necessary or desirable to accomplish the foregoing.

IV

The aggregate number of shares which the corporation is authorized to issue is five hundred (500). Such shares shall be of a single class, and shall have a par value of ten dollars (\$10.00) per share.

V

The number constituting the initial Board of Directors is two (2). The method for electing

Directors shall be as stated in the Bylaws of the corporation. The name and address of each persons who are to serve initially are:

David Watts
1251 Carolyn Drive
Clermont, Florida 34711

Carl Eric Reneau
110 West Hazel Street
Orlando, Florida 32804

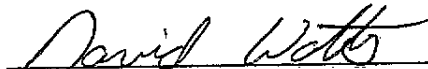
VI

The street address of the initial registered office of the corporation is 2110 East Robinson Street, Orlando, FL 32803. The name of its original registered agent at such address is Patrick M. Magill, Esquire.

VII

The names and addresses of the incorporators are the same as the initial directors, listed above.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 11th day of April, 2000.

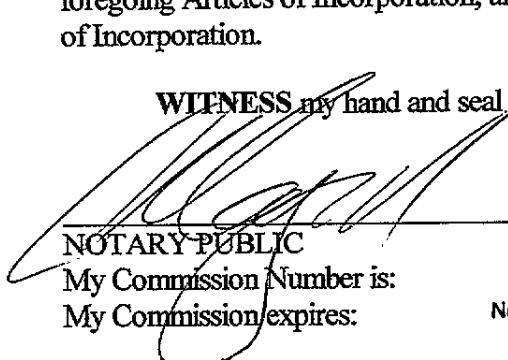

DAVID WATTS
Incorporator


CARL ERIC RENEAU
Incorporator

**STATE OF FLORIDA
COUNTY OF ORANGE**

BEFORE ME, the undersigned authority, personally appeared DAVID WATTS and CARL ERIC RENEAU, who each produced Florida Driver License as identification, who depose and said that they are the persons described as the subscribers in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed to these Articles of Incorporation.

WITNESS my hand and seal this 11 day of April, 2000.


NOTARY PUBLIC

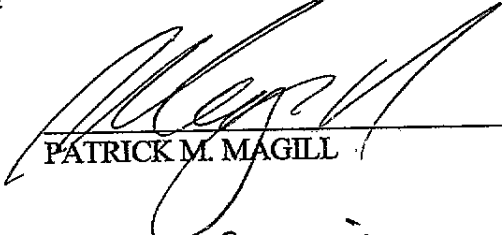
My Commission Number is:
My Commission expires:

Notary Public - State of Florida
Patrick M. Magill
Commission # CC 756766
Expires 07/06/2002
Bonded Thru Asa 1-888-Notary1

ACCEPTANCE BY REGISTERED AGENT

I, PATRICK M. MAGILL, agree to accept the designation of Registered Agent for *D & E Creative, Inc.*; and as such Registered Agent, I agree to accept Service of Process and to comply with all other requirements of Florida Statute, Chapter 607 which apply to my capacity as Registered Agent.

DATED this 11 day of April, 2000.


PATRICK M. MAGILL

Sworn to and subscribed before me this 11th day of April, 2000,
by PATRICK M. MAGILL, to me well known.


NOTARY PUBLIC

My Commission Number is:

My Commission expires:



Cathy L. Flore
MY COMMISSION # CC875768 EXPIRES
November 20, 2003
BONDED THRU TROY FAIR INSURANCE, INC.

FILED
00 APR 17 AM 8:55
SECRETARY OF STATE
TALLAHASSEE FLORIDA