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FILED
00 MAY -1 PM 1:28
FL. DEPT. OF STATE
TALLAHASSEE, FLORIDA

April 27, 2000

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

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-05/02/00--01092--005
*****78.75 *****78.75

RE: Designer LiteScapes, Inc.

Enclosed are an original and one (1) copy of the Articles of Incorporation for Designer LiteScapes, Inc. and a check for \$78.75 for filing fee and certificate.

Any questions regarding this filing may be directed to the incorporator,
Melissa L. Philbeck.

D. BROWN MAY - 3 2000

**Articles of Incorporation
Of
Designer LiteScapes, Inc.**

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CLERK OF CIRCUIT COURT
JACKSONVILLE, FLORIDA

KNOWN TO ALL PERSONS BY THESE PRESENTS, that the undersigned, natural person of the age of twenty-one years or more, acting as incorporator of a corporation under the provisions of the statutes of the State of Florida, adopts the following Articles of Incorporation.

**ARTICLE I
CORPORATE NAME**

The name of the corporation is:

Designer LiteScapes, Inc.

**ARTICLE II
PURPOSE**

The purpose of the Corporation shall be to engage in any or all lawful business for which corporations may be organized under the provisions of the Florida Business Corporations Act.

**ARTICLE III
CORPORATE ADDRESS**

The principal office and mailing address of the corporation is:

10500 Ulmerton Rd. Suite 726
Largo, FL 33771

**ARTICLE IV
DURATION**

The term of existence for the corporation shall be perpetual from the effective date of May 1, 2000.

**ARTICLE V
REGISTERED OFFICE AND AGENT**

The name and address of the initial registered agent of the corporation shall be:

Melissa L. Philbeck
10500 Ulmerton Rd. Suite 726
Largo, FL 33771

**ARTICLE VI
AUTHORIZED SHARES**

The total authorized capital stock of the Corporation in One Hundred (100) shares having a par value of NONE.

All holders of shares of common stock, upon dissolution of the Corporation, shall be entitled to receive the net assets of the Corporation.

**ARTICLE VII
INCORPORATOR(S)**

The name and address of the person signing these Articles of Incorporation as subscriber is:

Melissa L. Philbeck
1230 Jacks Ln.
Largo, FL 33778

**ARTICLE VIII
DIRECTORS**

The Corporation shall be authorized to conduct business with One (1) or more directors; the beginning number of directors shall be one (1) in number, which number may be changes at any special or general meeting of the stockholders.

The names and address of the first board of directors are;

<u>NAME</u>	<u>ADDRESS</u>
Melissa L. Philbeck	1230 Jacks Ln., Largo, FL 33778
Scottie N. Philbeck	1230 Jacks Ln., Largo, FL 33778

**ARTICLE IX
EXECUTIVE COMMITTEE-OFFICERS**

The affairs of this Corporation shall be managed by an executive committee composed of the officers elected by the Board of Directors at its annual meeting.


The names of the officers who shall serve until the next election are:

President/Secretary	Melissa L. Philbeck
Vice President/Treasurer	Scottie N. Philbeck

**ARTICLE X
INDEMNITY**

Directors of the Corporation shall not be liable to either the Corporation or its stockholders for monetary damages for a breach of fiduciary duties unless the breach is one which invokes: (1) a director's duty of loyalty to the Corporation or its stockholders; (2) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (3) liability for unlawful payments of dividends or unlawful stock purchases or redemption by the corporation; or (4) a transaction from which the director derived an improper personal benefit.

In witness whereof, the undersigned subscriber executed these Articles of Incorporation on the 29th day of April, 2000.



Melissa L. Philbeck

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/ REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

Designer LiteScapes, Inc.

2. The name and address of the registered agent and office is:

**Melissa L. Philbeck
10500 Ulmerton Rd. Suite 726
Largo, FL 33771**

Having been named as registered agent and to accept service of process for the above stated corporation the place designated in the certificate, 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.

Melissa L. Philbeck
Signature

4/29/00
Date