

Zimmer & Lawson Accounting Services



2403 STATE STREET TAMPA, FLORIDA 33609 813-354-8301 FAX 813-354-8201

P000000045907

March 30, 2000

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

Florida Department of State

Please find enclosed the Articles of Incorporation for our client, Terrascapes, Incorporated.
Please let us know if you need any further information. Thank you for filing these papers for us.

Sincerely:

Monica Z. Lawson

FILED
00 MAY -8 AM 9:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W-9186

g/s/g



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 6, 2000

MONICA Z. LAWSON
ZIMMER & LAWSON ACCOUNTING SERVICES
2403 STATE ST.
TAMPA, FL 33609

SUBJECT: TERRASCAPES, INCORPORATED
Ref. Number: W00000009186

We have received your document for TERRASCAPES, INCORPORATED and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the 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) 487-6929.

Shannon Thompson
Document Specialist

Letter Number: 900A00018866

FILED

00 MAY - 8 AM 9:23

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

**ARTICLES OF INCORPORATION
OF
J & E TERRASCAPES, INCORPORATED**

**THE UNDERSIGNED INCORPORATORS OF THESE ARTICLES OF
INCORPORATION, A NATURAL PERSONS COMPETENT, HEREBY PRESENTS
THESE ARTICLES OF INCORPORATION FOR THE FORMATION OF A CORP-
ORATION UNDER THE LAWS OF THE STATE OF FLORIDA.**

ARTICLE I NAME

**THE NAME OF THE CORPORATION IS: J & E TERRASCAPES,
INCORPORATED.**

ARTICLE II EXISTENCE

**THE CORPORATION SHALL COME INTO EXISTENCE IMMEDIATELY
UPON THE FILING OF THESE ARTICLES OF INCORPORATION AND SHALL HAVE
A PERPETUAL EXISTENCE THEREAFTER.**

ARTICLE III NATURE OF BUSINESS

THE NATURE OF THE BUSINESS AND THE OBJECTS AND PURPOSES

PROPOSED TO BE TRANSACTED, PROMOTED, OR CARRIED ON ARE TO ENGAGE
IN ANY AND ALL LAWFUL BUSINESSES IN THE STATE OF FLORIDA, INCLUDING
LANDSCAPING AND LAWN MAINTENANCE.

ARTICLE IV CAPITAL STOCK

THE MAXIMUM NUMBER OF SHARES OF STOCK THAT THE CORPORATION IS AUTHORIZED TO HAVE AT ANY ONE TIME IS 500 SHARES OF COMMON STOCK. WITH THE BREAKDOWN : JAYME L. WILLIAMS 250 SHARES OF COMMON STOCK, AND ERICA D. WILLIAMS 250 SHARES OF COMMON STOCK.

ARTICLE V INITIAL CAPITAL

THE AMOUNT OF CAPITAL WITH WHICH THE CORPORATION SHALL BEGIN BUSINESS IS \$1000.00.

ARTICLE VI ADDRESS & REGISTERED AGENT

THE POST OFFICE ADDRESS OF THE CORPORATION PRINCIPAL BUSINESS OFFICE IS 708 EAST 124TH AVE TAMPA, FL. 33612-5324. THE NAME AND ADDRESS OF ITS INITIAL REGISTERED AGENT IS MONICA Z. LAWSON 2403 STATE STREET, TAMPA, FL. 33609. THE BOARD OF DIRECTORS FROM TIME TO

TIME MAY MOVE THE REGISTERED AGENTS OFFICE TO ANY OTHER OFFICE IN THE
STATE OF FLORIDA. I HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTIES AND
RESPONSIBILITIES AS REGISTERED AGENT FOR SAID CORPORATION.

Marica J. Sawcar SIGNED THIS DAY March 21, 2000

ARTICLE VII BOARD OF DIRECTORS

THE INITIAL BOARD OF DIRECTORS SHALL CONSIST OF THOSE
DIRECTORS WHOSE NAME AND ADDRESSES ARE AS FOLLOWS;

PRESIDENT; JAYME L. WILLIAMS
SS#595-68-0253
708 EAST 124TH AVE.
TAMPA, FL. 33612-5324

VP/SECRETARY: ERICA D. WILLIAMS
SS#591-56-9370
708 EAST 124 TH AVE.
TAMPA, FL. 33612-5324

FILED
00 MAY - 8 AM 9:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VIII INCORPORATORS

THE NAME AND ADDRESS OF THE INCORPORATORS TO THESE
ARTICLES OF INCORPORATION IS:

JAYME L. WILLIAMS
SS# 595-68-0253
708 EAST 124TH AVE.
TAMPA, FL. 33612-5324

PRESIDENT

ERICA D. WILLIAMS
SS# 591-56-9370
708 EAST 124TH AVE
TAMPA, FL. 33612-5324

VP/SECRETARY

ARTICLE I X AMENDMENTS

THE ARTICLE OF INCORPORATION MAYBE AMENDED IN THE MANNER AS PROVIDED BY LAW. EVERY AMENDMENT SHALL BE APPROVED BY THE BOARD OF DIRECTORS, PROPOSED BY THEM TO THE SHAREHOLDERS, AND APPROVED AT A SHAREHOLDERS MEETING BY A MAJORITY OF THE STOCK ENTITLED TO VOTE THEREON. UNLESS ALL DIRECTORS AND ALL THE SHAREHOLDERS SIGN A WRITTEN STATEMENT MANIFESTING THEIR INTENTION THAT A CERTAIN AMENDMENT OF THESE ARTICLES OF INCORPORATION BE MADE. ALL RIGHTS OF THE SHAREHOLDERS ARE SUBJECT TO THESE RESERVATIONS.

ARTICLE X CHAPTER "S"

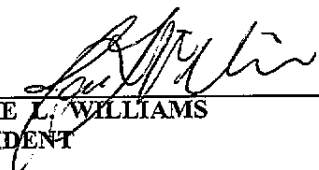
THE DIRECTORS SHALL BE AUTHORIZED TO MAKE A DECLARATION AS MAYBE NECESSARY TO CAUSE THE CORPORATION TO QUALIFY FOR TREATMENT AS AN "S" CORPORATION UNDER SECTION 1362 OF THE INTERNAL REVENUE CODE.

ARTICLE XI INDEMNIFICATION


THE SHAREHOLDERS OF THE COMMON STOCK OF THIS CORPORATION
SHALL HAVE PRESCRIPTIVE RIGHTS TO THE SHARES OF COMMON STOCK OR ANY
OTHER TYPE OF STOCK OF THIS CORPORATION HEREFTER ISSUED.

INWITNESS WHEREOF, THE INCORPORATORS ABOVE NAMED, HERE UNTO SET
THEIR HANDS AND SEALS ON THIS 21ST DAY OF March 2000.
FOR THE PURPOSE OF FORMING THIS CORPORATION UNDER THE LAWS FOR THE
STATE OF FLORIDA AND MAKE, SUBSCRIBE, ACKNOWLEDGE AND FILE IN THE
OFFICE OF THE SECRETARY OF THE STATE OF FLORIDA. THESE ARTICLES OF
INCORPORATION AND CERTIFY THAT THE FACTS

HEREIN STATED ARE TRUE

X 

JAYME L. WILLIAMS
PRESIDENT

X 

ERICA D. WILLIAMS
VP/SECRETARY