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ATTORNEYS AT LAW

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CHARLES A. SULLIVAN, SR.  
CHARLES A. SULLIVAN, JR.

MAILING ADDRESS  
POST OFFICE BOX 2620  
VERO BEACH, FLORIDA 32961-2620

July 20, 2000

Corporate Records Bureau  
Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, Florida 32301

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-07/24/00-01123-003  
\*\*\*\*\*78.75 \*\*\*\*\*78.75


RE: Gilman & Grimes Landscaping, Inc.

Gentlemen:

Enclosed are the original and one copy of the Articles of Incorporation and Certificate of Designating Registered Agent in connection with the above-proposed corporation. Additionally, I enclose my firm's check in the amount of \$78.75 to cover the filing fee, certificate designating registered agent, charter tax and certified copy of Articles of Incorporation.

I would appreciate your approval of this corporation and your certification of the duplicate copy at your earliest convenience. Please return the certified copy to me at the mailing address above.

Thank you for your assistance.

Sincerely,  
  
Charles A. Sullivan, Sr.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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Encls.

9/7/26

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Articles of Incorporation**  
**Of**  
**GILMAN & GRIMES LANDSCAPING, INC.**

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

**ARTICLE I**  
**NAME**

The name of the corporation is GILMAN & GRIMES LANDSCAPING, INC.

**ARTICLE II**  
**PRINCIPAL OFFICE**

The principal place of business and mailing address of this Corporation shall be 1645 20<sup>th</sup> Court SW, Vero Beach, Florida 32962.

**ARTICLE III**  
**DURATION**

The duration of the Corporation is perpetual.

**ARTICLE IV**  
**PURPOSE**

The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

**ARTICLE V**  
**CAPITAL STOCK**

The aggregate number of shares which the Corporation is authorized to issue is 1,000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

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**ARTICLE VI**  
**INITIAL REGISTERED OFFICE AND AGENT**

The name and address of the initial Registered Agent and Office of this Corporation is as follows:

**Stephen E. Gilman  
1645 20<sup>th</sup> Court SW  
Vero Beach, Florida 32962**

**ARTICLE VII**  
**INITIAL BOARD OF DIRECTORS**

The number of Directors constituting the initial Board of Directors is three (3). The number of directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one (1). The name and address of each initial Director of the Corporation is as follows:

**STEPHEN E. GILMAN, President  
1645 20<sup>th</sup> Court SW  
Vero Beach, Florida 32962**

**RANDALL K. GRIMES, SR., Vice President  
1416 20<sup>th</sup> Avenue SW  
Vero Beach, Florida 32962**

**JAMELLE K. GILMAN, Secretary  
1645 20<sup>th</sup> Court SW  
Vero Beach, Florida 32962**

**ARTICLE VIII**  
**INCORPORATORS**

The name and address of each Incorporator is as follows:

**STEPHEN E. GILMAN  
1645 20<sup>th</sup> Court SW  
Vero Beach, Florida 32962**

**RANDALL K. GRIMES, SR.  
1416 20<sup>th</sup> Avenue SW**

Vero Beach, Florida 32962

JAMELLE K. GILMAN  
1645 20<sup>th</sup> Court SW  
Vero Beach, Florida 32962

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

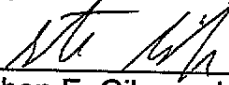
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**ARTICLE IX  
AMENDMENT**

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 13 day of July, 2000.

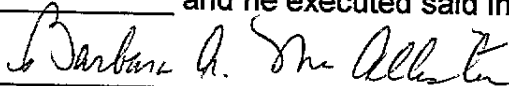


Stephen E. Gilman, Incorporator

STATE OF FLORIDA  
COUNTY OF INDIAN RIVER

I HEREBY CERTIFY that the foregoing instrument was acknowledge before me this 13<sup>th</sup> day of July, 2000, by STEPHEN E. GILMAN, who is personally known to me or produced the following identification:

\_\_\_\_\_ and he executed said instrument for the purposes therein contained.



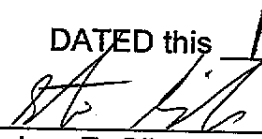
Notary Public, State of Florida  
My Commission Expires:  
(SEAL)



**ACCEPTANCE BY REGISTERED AGENT**

The undersigned hereby accepts the appointment as Registered Agent of GILMAN & GRIMES LANDSCAPING, INC., which is contained in the foregoing Articles of Incorporation.

DATED this 13 day of July, 2000.



Stephen E. Gilman, President  
Registered Agent