

McRAE & METCALF, P.A.

Attorneys at Law

1677 Mahan Center Boulevard
Tallahassee, Florida 32308
Telephone (850) 386-8000
Facsimile (850) 386-8342

August 2, 2000

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Superlawn, Inc.; Our File No. 177-00

300003366833--3
-08/22/00--01019--005
*****78.75 *****78.75

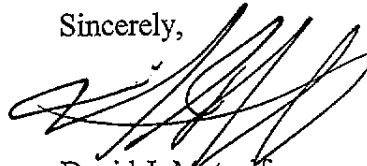
Dear Sirs:

Enclosed is an original and one copy of the Articles of Incorporation and a Designation and Acceptance of Registered Agent for Superlawn, Inc., a Florida Corporation. Also enclosed is our firm's check in the amount of \$78.75 in payment of the applicable filing and certification fees. Please provide a certificate of status for the corporation.

We also enclose a Waiver of Corporate Name signed by the current holder, consenting to our use of the name.

Thank you in advance for assistance in this matter and should you have any questions, please do not hesitate to call me at the above number.

Sincerely,



David J. Metcalf
McRae & Metcalf, P.A.

FILED
00 OCT -9 PM 3:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DJM/tmw
Enclosures

2590-2555
W00-21054

T. SMITH OCT 09 2000



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 28, 2000

DAVID J. METCALF, ESQUIRE
1677 MAHAN CENTER BOULEVARD
TALLAHASSEE, FL 32308

SUBJECT: SUPERLAWN, INC.
Ref. Number: W00000021054

We have received your document for SUPERLAWN, INC.. However, the document has not been filed and is being returned for the following:

The person designated as incorporator in the document and the person signing as incorporator must be the same.

The registered agent and street address must be consistent wherever it appears in your document.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 600A00045818

ARTICLES OF INCORPORATION

OF

SUPERLAWN, INC.

ARTICLE I. CORPORATE NAME.

The name of this corporation is Superlawn, Inc.

ARTICLE II. PRINCIPAL OFFICE.

The principal place of business and mailing address of this corporation is 614 Altha Avenue, Tallahassee, Florida 32301.

ARTICLE III. CAPITAL STOCK.

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE.

The name and address of the initial registered agent is McRae & Metcalf, P.A., 1677 Mahan Center Boulevard, Tallahassee, Florida 32308.

ARTICLE V. INCORPORATORS.

The name and street address of the incorporator of these articles of incorporation are McRae & Metcalf, P.A., 1677 Mahan Center Boulevard, Tallahassee, Florida 32308.

OPTIONAL PROVISIONS.

The names and addresses of the initial directors of this corporation are as follows:

| | |
|------------|----------------------------|
| Bill Hodge | 614 Altha Avenue |
| | Tallahassee, Florida 32301 |

The initial directors shall serve until their successors have been duly qualified.

The undersigned has executed these articles of incorporation this 9th day of October, 2000.

McRae & Metcalf, P.A., Incorporator,

By: 

FILED
00 OCT -9 PM 3:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, 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:

Superlawn, Inc.

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

McRae & Metcalf, P.A.
1677 Mahan Center Boulevard
Tallahassee, Florida 32308

FILED
00 OCT -9 PM 3:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

McRae & Metcalf, P.A.

By: _____

Date

10/19/00