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**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

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**NEW FILINGS**

- ☐ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

**AMENDMENTS**

- ☐ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

**OTHER FILINGS**

- ☐ Annual Report
- ☐ Fictitious Name

**REGISTRATION/QUALIFICATION**

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

Examiner's Initials

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gj

# ARTICLES OF INCORPORATION

## Greenscape Solutions, Inc.

**THE UNDERSIGNED**, for the purpose of forming a corporation pursuant to Chapter 607, of the laws of the State of Florida, does hereby adopt the following Articles of Incorporation.

### ARTICLE ONE

The name of the corporation shall be:

**Greenscape Solutions, Inc.**

### ARTICLE TWO

This corporation shall exist in perpetuity commencing on the date of the filing of these Articles of Incorporation by the Secretary of State.

### ARTICLE THREE

The specific purpose for which this corporation is formed is to be engaged in every aspect of the development, sale and manufacture of computer software, and, furthermore, engage in the transaction of any and all business permitted under the laws of the United States and the State of Florida.

### ARTICLE FOUR

The aggregate number of shares which this corporation is authorized to issue shall be ONE THOUSAND. Such shares shall be of a single class and shall have a par value of ONE DOLLAR per share, which shall be designated "Common Shares".

### ARTICLE FIVE

The holders of record of the Common Shares shall be entitled to cash dividends when and as declared by the Board of Directors in the resolution authorizing such cash dividends.

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro rata share thereof, as nearly as may be done without the issuance of fractional shares, at the price at which it is offered to others.

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## **ARTICLE SIX**

The street address of the initial registered office of this corporation is: 10995 SE Federal Highway, Hobe Sound, Florida 33455

The name of the initial registered agent of this corporation is Charles Prather.

The address of the corporation's principal office and mailing address is 10995 SE Federal Highway, Hobe Sound, Florida 33455.

## **ARTICLE SEVEN**

The number of directors constituting the initial Board of Directors of this corporation shall be two. The number of directors may be increased or decreased from time to time by the by-laws but shall never be less than one. The name and address of the persons who are to serve as members of the initial Board of Directors are:

Charles Prather  
1960 Juno Road  
Juno Beach, Florida 33408

John Sutton  
1432 South Palm Way  
Lake Worth, FL 33460

## **ARTICLE EIGHT**

The name and address of the incorporator is:

Charles Prather  
1960 Juno Road  
Juno Beach, Florida 33408

## **ARTICLE NINE**

The power to adopt, alter, amend or repeal the by-laws shall be vested in the Board of Directors and shareholders.

## **ARTICLE TEN**

The affirmative vote of two-thirds of the shares of this corporation, represented at a meeting at which a quorum is present, shall be required to amend these Articles of Incorporation so as to increase or decrease the authorized number of shares, or change the

designations, preferences, qualifications, limitations and restrictions; or to merge or consolidate the corporation with or into any other corporation; or to sell, lease or convey all or substantially all of the assets of the corporation, or voluntarily dissolve, liquidate, or wind up its affairs.

#### ARTICLE ELEVEN

This corporation will indemnify any person who was or is a party or is threatened to be made a party to any suit or proceeding by reason of the fact that he is or was a director or officer of the corporation, against any and all expenses, judgements, and amounts paid in settlement incurred by him in connection with such action, suit or proceedings, except for an officer or director who is adjudged guilty of willful misfeasance or willful malfeasance in the performance of his duties.

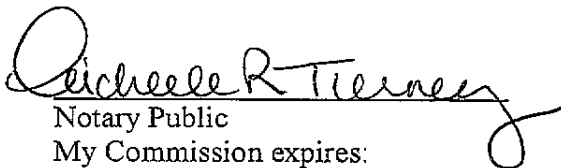


Charles Prather FDL P630145-40164-0

STATE OF FLORIDA                     )  
   : ss  
COUNTY OF MARTIN                 )

**BEFORE ME**, a notary public authorized to take acknowledgements in the State and County set forth above, personally appeared CHARLES PRATHER who has produced his drivers license as identification, who did take an oath, and who is known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

**IN WITNESS WHEREOF**, I have hereto set my hand and affixed my official seal, this 31st day of October 2000.

  
Notary Public  
My Commission expires:



## ACCEPTANCE OF REGISTERED AGENT

I **HEREBY CERTIFY** that I am a permanent resident of Palm Beach County, Florida, with the following address: 1960 Juno Road, Juno Beach, Florida 33408.

I hereby accept the foregoing designation of Registered Agent.

Dated at Hobe Sound, Florida, on this 31st day of October 2000.

  
CHARLES PRATHER

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