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MICHAEL B. JONES, ESQUIRE
ATTORNEY AT LAW
P.O. BOX 1054
WINDERMERE, FLORIDA 34786-1054

MICHAEL B. JONES

EFFECTIVE DATE
11-17-00

(407) 423-4041
FAX (407) 291-7550

November 17, 2000

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

8000003470878--6
-11/20/00-01130-005
*****87.50 *****87.50

RE: Incorporation of Plantscaping Services, Inc.

To Whom It May Concern:

Enclosed please find the Articles of Incorporation and the Registered Agent Certificate for the incorporation of the above named corporation. Also enclosed is the firm check in the amount of \$87.50 for the incorporation fee, registered agent designation, certified copy and Certificate of Status.

Please send the certificate of incorporation to me at the above referenced address.

Thank you for your attention to this matter.

Very truly yours,

MICHAEL B. JONES

xc: Client

FILED
00 NOV 20 PM 12:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CB 11-21

EFFECTIVE DATE
11-17-00

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

Plantscaping Services, Inc.

ARTICLE I - NAME OF CORPORATION

The name of the corporation is **Plantscaping Services, Inc.**

ARTICLE II - DURATION OF EXISTENCE

The period of its duration is perpetual.

ARTICLE III - COMMENCEMENT OF CORPORATE EXISTENCE

The commencement of corporate existence shall be at 5:00 p.m. on November 17, 2000.

ARTICLE IV - GENERAL PURPOSES

The purpose of the corporation is to engage in any activity or lawful business permitted for corporations under both the laws of the United States of America and the State of Florida.

ARTICLE V - CAPITAL STOCK

The corporation shall have the authority to issue one hundred (100) shares. All of one class, with a par value of One (\$1.00) Dollar per share. The corporation shall not issue preferred shares of more than one class. There are no preemptive rights to be granted to shareholders.

ARTICLE VI - REGISTERED OFFICE AND AGENT

The address of the initial registered office is 7652 Ashley Park Court, Suite 300, Orlando, Florida 32835; and the name of the initial registered agent at said office is **MICHAEL B. JONES.**

ARTICLE VII - BOARD OF DIRECTORS

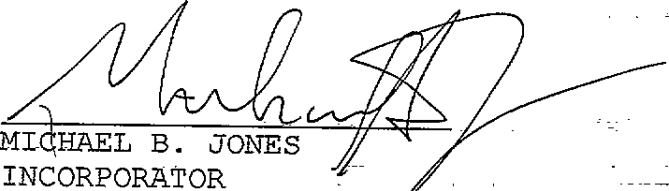
The number of directors constituting the initial Board of Directors is One (1); whose names and addresses are:

Peter R. Kling
2909 Smithfield Drive
Orlando, Florida 32837

ARTICLE VIII - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal address and mailing address for **Plantscaping Services, Inc.**, is:

2909 Smithfield Drive
Orlando, Florida 32837


MICHAEL B. JONES
INCORPORATOR
P.O. Box 1054
Windermere, Florida 34786

DATED: November 17, 2000

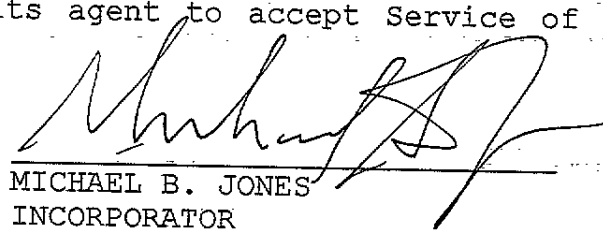
STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME the undersigned authority duly authorized to administer oaths, personally appeared **MICHAEL B. JONES**, who produced Fe/DL as identification and who after first being duly sworn, deposes and says that he subscribed the above Articles of incorporation, and that he did freely and voluntarily acknowledge before me according to the law that he made and subscribed the same for the uses and purposes therein mention and set forth.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

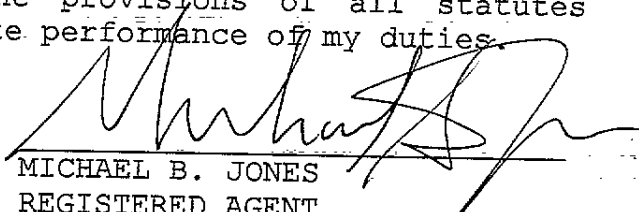
FIRST, that **Plantscaping Services, Inc.**, desiring to organize or qualify under the laws of the State of Florida has named **MICHAEL B. JONES**, located at 7652 Ashley Park Court, Suite 300, Orlando, Florida 32835, as its agent to accept Service of Process.


MICHAEL B. JONES

INCORPORATOR

DATED: November 17, 2000

HAVING BEEN NAMED to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

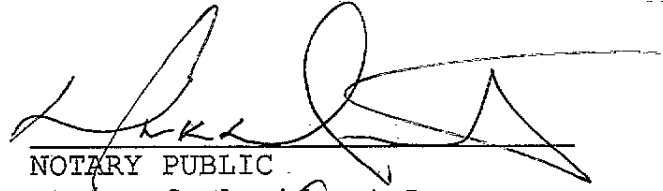

MICHAEL B. JONES

REGISTERED AGENT

DATED: November 17, 2000

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00 NOV 20 PM 12:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Orlando, Orange County, Florida this 17 day of November, 2000.



NOTARY PUBLIC
State of Florida at Large

Wm K. Westbrook
NOTARY PUBLIC (Printed Name)

My commission expires:

WILLIAM K. WESTBROOK
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # CC939220
EXPIRES 6/19/2004
BONDED THRU ASA 1-886-NOTARY1