

P01000024673

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: RAIN FOREST LAWN MAINTENANCE, INC.

0000003758160--0
02/23/01-01082-003
*****87.50 *****87.50

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

\$ 87.50
Filing fee,
Certified Copy &
Certificate of Status

FROM: NOREVIL RAMOS

3392 RUDOLPH ROAD

LAKE WORTH, FL 33461

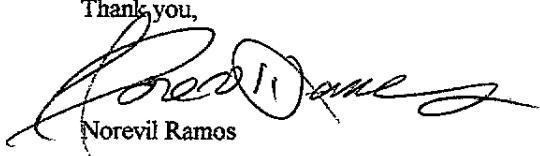
(561) 248-0904

01 MAR - 9 AM 10: 36

FILED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Thank you,



Norevil Ramos

Norevil Ramos GAVE
AUTHORIZATION BY PHONE TO
CORRECT Articles
DATE 2-9-01
DOC. EXAM 3

J
T. Burch MAR 9 2001



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 27, 2001

NOREVIL RAMOS
3392 RUDOLPH ROAD
LAKE WORTH, FL 33461

SUBJECT: RAIN FOREST LAWN SERVICE, CORP.
Ref. Number: W01000004448

We have received your document for RAIN FOREST LAWN SERVICE, CORP. and your check(s) totaling \$87.50. 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 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) 487-6928.

Tim Burch
Document Specialist

Letter Number: 301A00012198

FILED

01 MAR -9 AM 10:37

ARTICLES OF INCORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OF

RAIN FOREST LAWN MAINTENANCE, INC.

We, the undersigned, do hereby associate ourselves together and subscribe these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida, Chapter 607 and subject to the following provisions:

ARTICLE ONE:

The name of the corporation shall be:

RAIN FOREST LAWN MAINTENANCE, INC.

ARTICLE TWO:

This corporation shall have perpetual existence and may engage in any activity or business permitted under the laws of the United States and the State of Florida.

The general nature of the business to be transacted by this corporation shall be:

a. - Any and all legal business transactions in the State of Florida.

b. - To manufacture, purchase or otherwise acquire, and to own, mortgage, ledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services of every class, kind and description.

c. - To conduct business in, have one or more offices in, and buy, hold mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copy-rights, trademarks, districts, territories, countries or colonies.

d. - To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness, and execute such mortgages, transfer of corporate property or other instruments to secure the payment of corporate indebtedness as required.

e. - To purchase the corporate assets of any other corporation and engage in the same or other character of business.

f. - To acquire by purchase, subscription or otherwise and to receive, hold, own, guarantee, sell, assign, exchange, underwrite, transfer, mortgage, pledge or otherwise dispose of or deal in and with any of the shares of the capital stock of any voting trust

certificates in respect of the shares of capital stock, scrip, warrants, rights, bonds, debentures, notes, trust receipts, and other securities, obligations, chose in action and evidence of indebtedness or interest issued or created by any corporation, joint stock companies syndicates, associations, firms, trusts, or persons, public or private, or by the government, or by any state, territory, province, municipality, or other political subdivision or by any governmental agency, and as owner thereof, to posses and exercise all the rights, powers and privileges of ownership, including the right to execute consents and vote thereon, and to do any and all acts and things necessary or advisable for the preservation, protection, improvement and enhancement in value thereof.

g. - In general, to carry on any other business in connection with the foregoing, and to have and exercise all the powers conferred by the laws of Florida upon corporation formed under its laws, and to do any and all things herein above set forth to the same extent as natural persons might or could do.

ARTICLE THREE:

The maximum number of shares of stock, which the corporation shall have outstanding at any time, shall be 2400 common stock at 1.00 par value. All or any part of the capital stock may be paid for, either in lawful monies of the United States of America, or in other assets transferred to the corporation, at a true valuation as of the time of the exchange of stock.

ARTICLE FOUR:

The principal offices of the corporation shall be located at 3392 RUDOLPH ROAD, LAKE WORTH, FL 33461.

Other offices, for the transaction of business, may be located wherever the Director may deem necessary or expedient.

ARTICLE FIVE:

This corporation shall have Three (3) directors initially. The number of directors may be increased or decreased from time to time in such manner as may be prescribed by the by-laws, but shall never be less than One (1), nor more than Five (5).

The corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a Director or Officer of the corporation, and the director or officer or any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his having heretofore or hereafter been a director or officer of this corporation, or by reason if any action alleged to have been heretofore or

hereafter taken or omitted by him as such director or officer and shall reimburse such each person for all legal and other expenses reasonably incurred by him in connection with any such claim or liability provided that no person shall be indemnified against, or be reimbursed for, any expenses reasonably incurred against, or be reimbursed for, any expenses incurred with any claim or liability as to which it shall be adjudged that such officer or director is liable for negligence.

ARTICLE SIX:

The officers and directors of this corporation shall be organized as follows:

BOARD OF DIRECTORS

NOREVIL RAMOS	DIRECTOR
MAGDONIO GARCIA	DIRECTOR
ELISEO FANTONE	DIRECTOR

OFFICERS

NOREVIL RAMOS	PRESIDENT
MAGDONIO GARCIA	VICE-PRESIDENT/TREASURER
ELISEO FANTONE	SECRETARY

ARTICLE SEVEN:

The names and post office of each of the subscribers to these Articles of Incorporation are as follows:

Name	Address
NOREVIL RAMOS	3392 RUDOLPH ROAD
	LAKE WORTH, FL 33461
MAGDONIO GARCIA	3396 RUDOLPH ROAD
	LAKE WORTH, FL 33461
ELISEO FANTONE	3392 RUDOLPH ROAD
	LAKE WORTH, FL 33461

ARTICLE EIGHT:

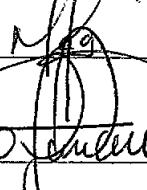
This Corporation shall have full power to carry on and transact each or all of the business enumerated in Article Two of these Articles of Incorporation, and shall have all the general and additional powers now and hereafter conferred upon it by law.

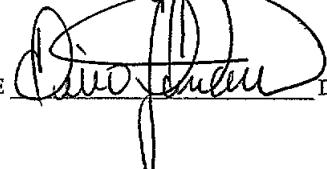
ARTICLE NINE:

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed to the stockholders and approved at stockholders' meeting by a majority of the stock entitled to vote thereon.

IN WITNESS WHEREOF, the undersigned incorporators have unto set their hands and affixed their seals on this 15th day of February 2001.

NOREVIL RAMOS  DATE: 2/15/01

MAGDONIO GARCIA  DATE: 2/15/01

ELISEO FANTONE  DATE: 2/15/01

ACKNOWLEDGEMENT BY REGISTERED AGENT

The undersigned, having been named in the foregoing Articles of Incorporation of
RAIN FOREST LAWN MAINTENANCE, INC. , accept such designation.

NOREVIL RAMOS

DATE: 2/15/01

NOREVIL RAMOS

3392 RUDOLPH ROAD

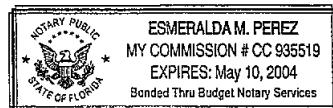
STATE OF FLORIDA LAKE WORTH, FL 33461

COUNTY OF PALM BEACH

BEFORE ME, Esmeralda M. Perez, the undersigned authority, duly authorized to administer oaths and take acknowledgements, personally appeared NOREVIL RAMOS, MAGDONIO GARCIA and ELISEO FANTONE to me well known to be the persons described in, who after being duly sworn, executed the foregoing Article of Incorporation, freely and voluntarily for the purpose therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Lake Worth, Palm Beach County, State of Florida on this 15th day of February, 2001.


Notary Public, State of Florida at large.



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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act:

That RAIN FOREST LAWN MAINTENANCE, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at Lake Worth, Florida, located at 3392 Rudolph Road, Lake Worth, Palm Beach County, State of Florida, as its agent to accept service or process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

NOREVIL RAMOS

DATE: 2/15/01

SECRETARIAT OF STATE
TALLAHASSEE, FLORIDA

FILED
01 MAR -9 AM 10:37

STATE OF FLORIDA

COUNTY OF PALM BEACH

BEFORE ME, Esmeralda M. Perez, the undersigned authority, personally appeared Norevil Ramos who is to me well known to be the person described in and who executed the above Designation of Resident Agent, and he did freely and voluntarily acknowledged before me according to the law that he made and executed the same for the purposes therein mentioned and set forth.

IN WITNESS THEREOF, I have hereunto set my hand and my official seal at Lake Worth, Palm Beach County, State of Florida, on this 15th day of February 2001.

Notary Public, State of Florida at large

