

CAPITAL CONNECTION, INC.

7 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P010000033771

Terrascape, Inc.

200003942762--8
-04/02/01--01025--027
*****78.75 *****78.75

☒ Art of Inc. File

☐ LTD Partnership File

☐ Foreign Corp. File

☐ L.C. File

☐ Fictitious Name File

☐ Trade/Service Mark

☐ Merger File

☐ Art. of Amend. File

☐ RA Resignation

☐ Dissolution / Withdrawal

☐ Annual Report / Reinstatement

☒ Cert. Copy

☐ Photo Copy

☐ Certificate of Good Standing

☐ Certificate of Status

☐ Certificate of Fictitious Name

☐ Corp Record Search

☐ Officer Search

☐ Fictitious Search

☐ Fictitious Owner Search

☐ Vehicle Search

☐ Driving Record

☐ UCC 1 or 3 File

☐ UCC 11 Search

☐ UCC 11 Retrieval

☐ Courier

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01 APR -3 PM 2:13

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED

01 APR -2 AM 10:56

DIVISION OF CORPORATION

W01-7359

J. BRYAN APR - 2 2001

Signature _____

Requested by an

4-20-01

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 2, 2001

CAPITAL CONNECTION, INC.
417 E. VIRGINIA ST., STE. 1
TALLAHASSEE, FL 32301

SUBJECT: TERRASCAPE, INC.
Ref. Number: W01000007359

We have received your document for TERRASCAPE, INC. and your check(s) totaling \$78.75. 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 existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

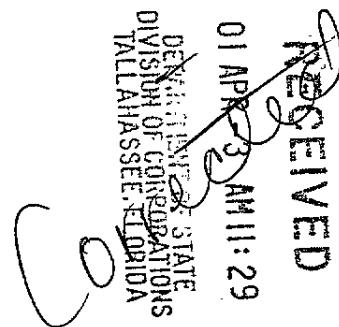
Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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) 487-6929.

Joey Bryan
Document Specialist
New Filing Section

Letter Number: 301A00019545



This instrument prepared by:
Peter W. van den Boom, Esq.
Frost & Saunders, P.A.
395 S. Central Avenue
Bartow, Florida 33830

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
TERRASCAPE LANDSCAPING, INC.**

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I.

The name of the Corporation ("Corporation") is TerraScape Landscaping, Inc.

ARTICLE II.

The term of existence of the Corporation shall be perpetual.

ARTICLE III.

The street address of the principal office of the Corporation is 617 Park Valley Circle, Clermont, Florida 34711.

ARTICLE IV.

The maximum number of shares this Corporation is authorized to issue is 100, par value \$.01 per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V.

The initial street address of the Corporation's registered office is 617 Park Valley Circle, Clermont, Florida 34711. The initial registered agent for the Corporation at that address is Terri A. Miller.

This instrument prepared by:
Peter W. van den Boom, Esq.
Frost & Saunders, P.A.
395 S. Central Avenue
Bartow, Florida 33830

ARTICLE VI.

The initial board of directors shall consist of two (2) members. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one. The names and addresses of the person who will serve on the initial board of directors are:

Terri A. Miller
President, Treasurer, Secretary

617 Park Valley Circle
Clermont, Florida 34711

Michael D. Tower
Vice-President

301 N. Observatory Lane
Orlando, Florida 32835

ARTICLE VII.

The name and street address of the person signing these articles of incorporation is:

Terri A. Miller

617 Park Valley Circle
Clermont, Florida 34711

ARTICLE VIII.

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

ARTICLE IX.

Any amendment to these articles of incorporation shall be on such form prescribed by the Secretary of State of the State of Florida containing such terms and provisions consistent with Chapter 608, Florida Statutes, as shall be prescribed by the Department of State, and shall be signed and sworn to by all Members of the Company. In the event a new Member is added by such amendment, it shall be also signed by the Member to be added.

This instrument prepared by:
Peter W. van den Boom, Esq.
Frost & Saunders, P.A.
395 S. Central Avenue
Bartow, Florida 33830

IN WITNESS WHEREOF, the undersigned incorporator has executed these
articles of incorporation on this 23 day of March, 2001.

TerraScape, Inc.



Terri A. Miller, President

This instrument prepared by:
Peter W. van den Boom, Esq.
Frost & Saunders, P.A.
395 S. Central Avenue
Bartow, Florida 33830

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above 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.

Terri A. Miller

Terri A. Miller, Registered Agent

Date: _____

3/23/01

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