

William C. Malone, IV

ATTORNEY AND COUNSELOR AT LAW

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April 26, 2001
Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-03/30/01--01074--006
*****70.00 *****70.00

Re: CENTRAL FLORIDA LAWN WORKS, INC.

Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Incorporation regarding the above captioned corporation along with our check in the amount of \$70.00 to cover the filing fee. Please file the original and date stamp the copy of same and return to the undersigned in the self-addressed, stamped envelope provided.

If you have any questions regarding the foregoing, please do not hesitate to contact our office.

Very truly yours,


WILLIAM C. MALONE, IV

WCM/bb

encs.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. SMITH APR 17 2001

11-7538
15



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 4, 2001

WILLIAM C. MALONE, IV
827 MENENDEZ CT
ORLANDO, FL 32801

SUBJECT: CENTRAL FLORIDA LAWN WORKS, INC.
Ref. Number: W01000007538

We have received your document for CENTRAL FLORIDA LAWN WORKS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

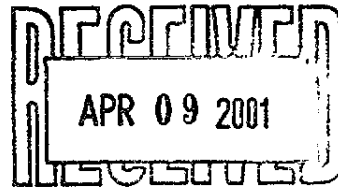
The registered agent must sign accepting the designation.

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) 487-6927.

Tracy Smith
Document Specialist
New Filing Section

Letter Number: 001A00020006



ARTICLES OF INCORPORATION
OF
CENTRAL FLORIDA LAWN WORKS, INC.

ARTICLE I. NAME

The name of this corporation shall be CENTRAL FLORIDA LAWN WORKS, INC.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of engaging in the transaction of any and all business activities permitted under the laws of Florida and the United States Of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 1,000 shares of common capital stock with a par value of \$1.00.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or

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TALLAHASSEE, FLORIDA

series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

ARTICLE VI. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To Certain Transfer Restrictions Imposed By This Corporation's Articles Of Incorporation, A Copy Of Which Is On File At This Corporation's Principal Office."

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board Of Directors shall be three. The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of each individual who shall serve as a member of the Initial Board Of Directors is:

Richard S. McReynolds
4566 Alhama Street
Orlando, FL 32811

Calander McGee
-1809 Beywood Avenue
Orlando, FL 32811

Fabien Douglas
4322 Lakeway
Orlando, FL 32839.

ARTICLE VIII. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE IX. INITIAL REGISTERED OFFICE & AGENT & PRINCIPAL OFFICE

The address of this corporation's initial registered office is:

827 Menendez Court
Orlando FL 32801.

The name of the individual who shall serve as this corporation's initial registered agent at that address is:

William C. Malone, IV.

The address of this corporation's principal office is:

4823 Casendra Street
Orlando, FL 32819.

ARTICLE X. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator is:

Richard S. McReynolds
4566 Alhama Street
Orlando, FL 32811.

ARTICLE XI. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.


RICHARD S. MCREYNOLDS,
Incorporator.

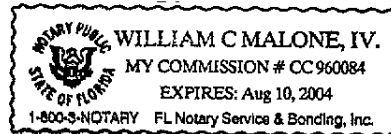
STATE OF FLORIDA
COUNTY OF ORANGE

I hereby certify that on this day, before me, an officer duly authorized in Orange County, Florida, to take acknowledgements, personally appeared RICHARD S. MCREYNOLDS, who is personally known to me and who executed the foregoing instrument and who acknowledged before me executing the same.

WITNESS my hand and official seal, on April 11, 2001 in Orange County, Florida.

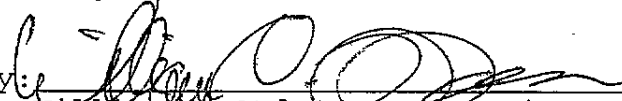

Notary Public
State of Florida at Large

(SEAL)



Commission Expiration Date:

I hereby am familiar with and accept the duties and responsibilities as Registered Agent.

Accepted by: 
William C. Malone, IV, Registered Agent

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