

**Electronic Articles of Incorporation
For**

**P01000040560
FILED
April 10, 2001
Sec. Of State**

ALTERNATIVE LANDSCAPES COMPANY

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

ALTERNATIVE LANDSCAPES COMPANY

Article II

The principal place of business address:

P.O. BOX 1462
NEW SMYRNA BEACH, FL. US 32170

The mailing address of the corporation is:

P.O. BOX 1462
NEW SMYRNA BEACH, FL. US 32170

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1000

Article V

The name and Florida street address of the registered agent is:

PETER D STANTON
2102 SOUTH ATLANTIC AVENUE
NEW SMYRNA BEACH, FL. US 32170

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: PETER D. STANTON

Article VI

The name and address of the incorporator is:

PETER D. STANTON
P.O. BOX 1462
NEW SMYRNA BEACH, FL 32170-1462

Incorporator Signature: PETER D. STANTON

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: PV
PETER D STANTON
P.O. BOX 1462
NEW SMYRNA BEACH, FL. US 32170

Title: TS
BRIAN C STANTON
P.O. BOX 1462
NEW SMYRNA BEACH, FL. US 32170

Article VIII

COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles of Incorporation by the Florida Department of State, Division of Corporations. This corporation's duration shall be perpetual.

Article IX

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 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 X

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 XI

INDEMNIFICATION

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

Article XII

ARTICLE XII. 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.