

PD10000065479

June 13, 2001

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

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-06/28/01--01087--004
*****87.50 *****87.50

SUBJECT: Articles of Incorporation For Hips Landscape Services, Inc.

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

Filing Fee: \$70.00
Certified Copy &
Certificate of Status: \$17.50

Total Remitted: \$87.50

From: Hips Landscape Services, Inc.

FILED
01 JUN 28 PM 4:02
SECRETARY OF STATE
TALLAHASSEE FLORIDA

HLS
JUN 26 2001
Old Cheney Hwy.
Tallahassee, FL 32301
JUN 26 2001

NOTE: Please provide the original and one copy of the articles of incorporation. D. WHITE JUL 2 - 2001 8✓

FILED

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
FOR**

HIPS LANDSCAPE SERVICES, INC.

The undersigned incorporator of these Articles of Incorporation forms a corporation under the laws of the State of Florida as follows:

ARTICLE I

NAME

The name of the corporation is Hips Landscape Services, Inc. (the Corporation) and it will be organized as a for profit corporation.

ARTICLE II

TERMS OF EXISTENCE

The date upon which the corporate existence shall commence shall be July 1st, 2001, and the Corporation shall have perpetual existence thereafter.

ARTICLE III

NATURE OF BUSINESS

The Corporation is organized for the following purposes:

As a corporation providing landscape, lawn care, pest control, and shrub care services, but with a primary purpose of providing lawn and shrub care services in the State of Florida.

ARTICLE IV

POWERS

The Corporation shall have power:

- (a) To have perpetual succession by its corporate name.
- (b) To sue and be sued, complain, and defend in its corporate name and in all actions or proceedings.
- (c) To have corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof to be impressed, affixed, or in any other manner reproduced.
- (d) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated.
- (e) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of al or any of its property and assets.
- (f) To lend money to and use its credit to assist its officers and employees to the full extent permitted by law.
- (g) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares of other interests in, or obligation of the United States or of an other government, state, territory, governmental district, or municipality or for any instrumentality thereof.

- (h) To make contracts and guarantee and incur liabilities, borrow money at such rates of interest as the Corporation may determine, issue its notes, bonds, and other obligations by mortgage or pledge of all or any of its property, franchises, and income.
- (i) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.
- (j) To conduct its business, carry on its operations, and have offices and exercise the powers granted by the Florida General Corporation Act within the State of Florida.
- (k) To elect or appoint officers and agents of the Corporation and define their duties and fix their compensation.
- (l) To make bylaws, not inconsistent with these Articles of Incorporation and the laws of this state, for the administration and regulation of the affairs of the Corporation.
- (m) To make donations for the public welfare or for the charitable, scientific, or educational purposes.
- (n) To transact any lawful business which its Board of Directors shall find will be in aid of governmental policies.
- (o) To pay pensions and establish pension plans, profit sharing plans, stock plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees of its subsidiary.

- (p) To be a promoter, incorporator, shareholder, partner, member, associate, or manager of any corporation, partnership, joint venture, or other enterprise.
- (q) To have and exercise all powers necessary of convenient to effect its purpose.

ARTICLE V

CAPTIAL STOCK

The Corporation is authorized to issue 10,000 shares of \$.10 par value common stock, which shall be designated common shares. The common stock of the Corporation shall qualify as Small Business Company Stock pursuant to Section 1244 of the Internal Revenue Code.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and principal office of the Corporation is 7101 Old Cheney Highway, Orlando, FL 32807, and the name of its initial registered agent at such address is Hipolito Rosado.

ARTICLE VII

BOARD OF DIRECTORS

The initial Board of Directors shall consist of one (1) member. The number of directors may either be increased or decreased from time to time by the Bylaws, but shall never be less than one. The name and street address of the initial director of the Corporation, whom shall serve until their successors are duly elected and qualified is:

Hipolito Rosado
7101 Old Cheney Highway
Orlando, FL 32807

ARTICLE VIII

INCORPORATOR

The name and street address of the incorporator signing these Articles of Incorporation is:

Hipolito Rosado
7101 Old Cheney Highway
Orlando, FL 32807

ARTICLE IX

SPECIAL PROVISION

The power to adopt, alter, amend, or repeal the Bylaws of the Corporation shall be vested in the Board of Directors of the Corporation.

ARTICLE X

INDEMNIFICATION

The Corporation shall indemnify any director or officer or any former director or officer, to the full extent permitted by law.

ARTICLE XI

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE XII

OFFICERS OF THE CORPORATION

The initial officers of the Corporation shall consist of the following person(s):

Hipolito Rosado

President, VP, Secretary, Treasurer

ARTICLE XIII

CUMULATIVE VOTING

There shall be cumulative voting for the Board of Directors of the Corporation.

The undersigned incorporator has executed these Articles this 18th day of June, 2001.



Incorporator

ACCEPTED BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the above stated Corporation, at the place designated herein, 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.

Dated: 6/25/01

Hipolito Rivas
Registered Agent

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01 JUN 28 PM 4:02
SECRETARY OF STATE
TALLAHASSEE FLORIDA