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September 20, 2001

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*****78.75 *****78.75

Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 34314

FILED
01 SEP 24 AM 9:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: New Corporation
Affordable and Reliable Lawn Care, Inc.

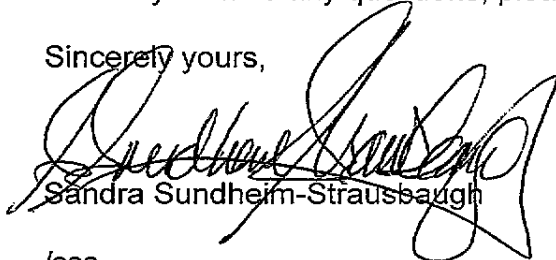
Dear Sirs:

Please find enclosed the Articles of Incorporation for the above referenced new corporation, along with our check in the amount of \$78.75 representing your filing fee.

Once the articles have been filed with the State, please return the copies to our office at the address listed above.

Should you have any questions, please do not hesitate to contact our office.

Sincerely yours,



Sandra Sundheim-Strausbaugh

/sss
encls.
W-289A

J. BRYAN SEP 26 2001

W-289A/sn

**ARTICLES OF INCORPORATION
OF
AFFORDABLE AND RELIABLE LAWN CARE, INC.**

FILED
01 SEP 24 AM 9:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation shall be AFFORDABLE AND RELIABLE LAWN CARE, INC.

ARTICLE II. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE III. NATURE OF BUSINESS

The general nature of the businesses to be transacted by this corporation is to provide lawn maintenance, landscaping, and any other lawful business.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock without nominal or par value. One share having a nominal or par value of One (\$1.00) dollars per share.

ARTICLE V. PRINCIPAL AND REGISTERED OFFICE

The street address of the principal office of this corporation in the State of Florida is 845 SW 34th Terrace, Palm City, Florida 34990. The street address of the initial registered office of this corporation in the State of Florida is 845 SW 34th Terrace, Palm City, Martin County, Florida. The name of the initial registered agent at such address is W. MARK WATSON.

ARTICLE VI
MANAGEMENT BY SHAREHOLDERS

The business of the corporation shall be managed by the shareholders of the corporation. There will be no directors.

ARTICLE VII. INCORPORATORS

The names and street addresses of the subscribers of these Articles of Incorporation are:

| <u>Name</u> | <u>Address</u> | <u>Office</u> |
|----------------|--|---------------|
| W. Mark Watson | 845 SW 34th Terrace Palm City, FL 34990 | P/VP/S/T |

ARTICLE VIII. BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Shareholders.

ARTICLE IX. AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved (by the board of directors, proposed by them to the shareholders and approved) at a shareholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all of the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE X. PREEMPTIVE RIGHTS

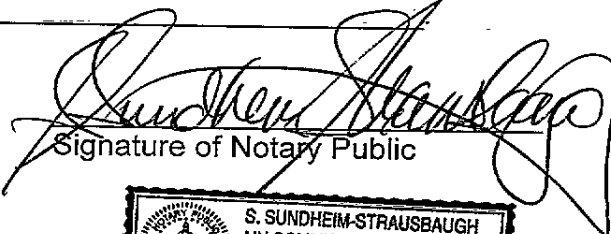
Upon the sale of any unissued or treasury shares of the corporation, each shareholder shall have the preemptive right to purchase his prorata share thereof at the price at which it is offered to others. This preemptive right is limited to the extent that no fractional shares will be issued or sold.

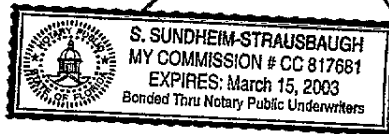


W. MARK WATSON

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 19th day of September, 2001, by W. Mark Watson, who is personally known to me or who has produced as identification _____


Signature of Notary Public



Print, type or stamp commissioned name of Notary Public

I, W. MARK WATSON, having been designated to act as Registered Agent, hereby consent to act in that capacity until removed or my resignation is submitted.


W. MARK WATSON

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA