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LAW OFFICES OF
BRANT HARGROVE

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November 26, 2001

Florida Department of State
Divisions of Corporations
PO Box 6327
Tallahassee, FL 32314

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-11/27/01--01068--003
*****87.50 *****87.50

RE: Filing of Articles of Incorporation for Salter Lawncare, Inc.

Enclosed are the Articles of Incorporation for the above referenced Corporation. Also enclosed is a check in the amount of \$87.50 for the following:

Filing Fee	70.00
Certificate of Standing	8.75
Certified Copies of the Articles	<u>8.75</u>
TOTAL	\$87.50

If there are any questions, please contact our office at the above number.

Sincerely,


Ceylon Hargrove
Legal Assistant

Enclosure

FILED
01 NOV 27 AM 8:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. BRYAN DEC - 3 2001

**ARTICLES OF INCORPORATION
OF
Salter Lawncare, Inc.**

The undersigned, hereby associate ourselves together for the purpose of becoming a corporation under Chapter 607, Laws of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation.

**ARTICLE I
NAME OF CORPORATION**

The name of this corporation shall be Salter Lawncare, Inc. and its address is:

Salter Lawncare, Inc.
3022 Brandemere Drive
Tallahassee, FL 32312

**ARTICLE II
DURATION**

Salter Lawncare, Inc. shall have perpetual existence commencing on the date of this filing of these Articles of with the Florida Department of State.

**ARTICLE III
PURPOSE FOR CORPORATION**

Salter Lawncare, Inc. is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended. (The general nature of the business to be conducted by the Salter Lawncare, Inc. shall be to provide lawn care and maintenance.)

**ARTICLE IV
CAPITAL STOCK**

Salter Lawncare, Inc. Is authorized to issue 500 shares of \$1.00 (one dollar) par value common stock which shall be designated as "Common Shares"

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ARTICLE V
PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase their pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of Salter Lawncare, Inc. is 1545 Raymond Diehl Road, Suite 150, Tallahassee, Florida and the initial registered agent at that address is Brant Hargrove.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

Salter Lawncare, Inc. shall have two Directors constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws, however, there shall never be less than one Director nor more than four. The names and address of the initial Board of Directors of Salter Lawncare, Inc. are:

President
Sheppard Salter
3022 Brandemere Drive
Tallahassee, FL 32312

Vice President/Secretary/Treasurer
Lynn Salter
3022 Brandemere Drive
Tallahassee, FL 32312

ARTICLE VIII
INCORPORATORS

The name and address of the Incorporator signing these articles is Sheppard Salter, 3022 Brandemere Drive, Tallahassee, FL 32312.

ARTICLE IX
INDEMNIFICATION

Salter Lawncare, Inc. shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

AMENDMENTS

Salter Lawncare, Inc. reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation by a simple majority vote of all voting rights of all members of the Board and all rights conferred upon the members herein are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation, on this 26th day of November 2001.



SHEPPARD SALTER

**STATE OF FLORIDA
COUNTY OF LEON**

I HEREBY CERTIFY that on this 26th day of November, 2001, before me appeared Sheppard Salter, known to be and known by me personally or by _____ to be the person described in and who executed the foregoing instrument, and they acknowledged before me that they executed said instrument.

WITNESS my hand and official seal in the County and State aforesaid, this the day and year last above written.


NOTARY PUBLIC

My Commission Expires:



Ceylon Hargrove
MY COMMISSION # CC723372 EXPIRES
March 9, 2002
BONDED THRU TROY FAIN INSURANCE, INC

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, 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.


BRANT HARGROVE

11-26-01
Dated

FILED
01 NOV 27 AM 8:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA