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02 JAN 22 AM 9:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032
REFERENCE : 800092 7274201
AUTHORIZATION : *Patricia Pigute*
COST LIMIT : \$ 78.75

ORDER DATE : January 21, 2002
ORDER TIME : 11:02 AM
ORDER NO. : 800092-005
CUSTOMER NO: 7274201

CUSTOMER: Ms. Lauren F. Barker
Brant Abraham Reiter &
McCormick, P.a.
50 North Laura Street
Suite 2750
Jacksonville, FL 32202

RECEIVED
02 JAN 22 AM 8:51
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: ATLANTIC LAWN & LANDSCAPE,
INC.

EFFECTIVE DATE:

300004787553--5

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP
- ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Betty Young - EXT. 1112

EXAMINER'S INITIALS: _____

J. BRYAN JAN 22 2002

ARTICLES OF INCORPORATION
OF
ATLANTIC LAWN & LANDSCAPE, INC.

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ARTICLE I - NAME

The name of this Corporation is Atlantic Lawn & Landscape, Inc.

ARTICLE II - NATURE OF BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III - CAPITAL STOCK

The authorized capital of the Corporation shall be 10,000 shares of the common stock at a par value of \$1.00 per share.

ARTICLE IV - TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE V - PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his 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 - PRINCIPAL OFFICE AND MAILING ADDRESS

The initial street address of the principal office and the mailing address of this Corporation is 352 Lolly Lane Jacksonville, Florida 32259. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII - DIRECTORS

This Corporation shall have two (2) Directors initially. The number of Directors may be increased or diminished from time to time, by Bylaws adopted by the Stockholders.

ARTICLE VIII - INITIAL DIRECTORS

The name and street address of the members of the first Board of Directors is:

Jay Jeffrey Hilton
748 Dewdrop Loop
Jacksonville, Florida 32259

Martin Dominic Hayes
352 Lolly Lane
Jacksonville, Florida 32259

ARTICLE IX - INCORPORATOR

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

Martin Dominic Hayes
352 Lolly Lane
Jacksonville, Florida 32259

ARTICLE X - SECTION 1244 STOCK

The Board of Directors is authorized to issue "Section 1244 Stock", as defined by Section 1244 of the Internal Revenue Code as the same may be amended from time to time.

ARTICLE XI - INITIAL REGISTERED OFFICE AND AGENT


The street address of the initial registered office of this Corporation is 50 North Laura Street, Suite 2750 Jacksonville, Florida 32202 and the name of the initial registered agent of this Corporation at that address is Brant, Abraham, Reiter & McCormick, P.A.

ARTICLE XII - AMENDMENT

These Articles of Incorporation may be amended, altered, or changed at any time, and from time to time, in the manner now or hereafter prescribed by the applicable Florida Statutes, and all rights conferred on a stockholder herein are granted subject to this reservation.

ARTICLE XIII - EFFECTIVE DATE

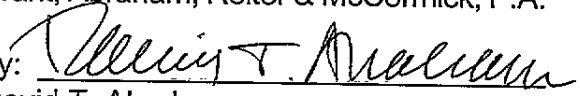
The existence of this Corporation shall commence on the date of filing of these Articles of Incorporation with the Secretary of State.

 (SEAL)
Martin Dominic Hayes
Incorporator

REGISTERED AGENT'S ACCEPTANCE

The undersigned, by execution hereof, hereby accepts all of the duties and responsibilities of a Registered Agent for Atlantic Lawn & Landscape, Inc., a Florida corporation, in accordance with Florida Statutes, Section 607.0501.

Brant, Abraham, Reiter & McCormick, P.A.

by: 
David T. Abraham
Its Vice President
Registered Agent

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