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TRANSMITTAL LETTER

FILED

02 FEB 19 PM 12:41

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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

SUBJECT:

BORDERSCAPES, INC.

(Proposed corporate name-must include suffix)

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

☐ 70.00  
Filing Fee

☒ \$78.75  
Filing Fee  
& Certificate of Status

☒ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certified of  
Status

ADDITIONAL COPY REQUIRED

FROM:

21CR Associates, Inc.

Name (Printed or typed)

500004952705--9

-02/19/02--01027--008

\*\*\*\*\*78.75 \*\*\*\*\*78.75

10500 Forest City Trl

Address

ORLANDO FL 32810

City, State & Zip

407-523-0020

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

D. WHITE FEB 22 2002

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**ARTICLES OF INCORPORATION  
OF  
BORDERSCAPES, INC.**

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned, a natural person of legal age, hereby desire to form a corporation under the laws of the State of Florida and hereby adopt the following Articles of Incorporation.

**ARTICLE I. NAME**

The name of the corporation shall be:

**BORDERSCAPES, 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.

To engage, contract and/or transact business dealing with landscaping. The activities may include but not be limited to landscape design, decorative landscape edging and any other related activities.

The corporation may contract debts and borrow money, issue and sell or pledge bonds, debentures, notes, and other evidences of indebtedness and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate assets of any other corporation and engage in the same or other character of business. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of capital stock of, or any bonds, securities or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government and while owner of such stock, to exercise all the rights, powers, and privileges of ownership, including the right to vote such stock.

**ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time shall be as follows: One Thousand (1,000) shares of common

stock having a par value of \$1.00 per share. The consideration to be paid for each share shall be as fixed by the board of directors, and may take the form of services rendered, cash, property, or any other from deem satisfactory by the board of directors.

#### **ARTICLE IV. INITIAL CAPITAL**

The amount of capital with which this corporation will begin business shall not be less than Five Hundred Dollars (\$500.00).

#### **ARTICLE V. TERM OF EXISTENCE**

The corporation is to exist perpetually unless dissolved by law.

#### **ARTICLE VI. ADDRESS**

The initial street address of the principal office of the corporation in the State of Florida shall be located at: 1851 Winchester Dr., Winter Park, FL 32789. The board of directors may from time to time move the principal office to any other place or places as may be designated by the board of directors.

#### **ARTICLE VII. DIRECTORS**

The corporation shall have one director initially. The number of directors may be increased or diminished from time to time, by by-laws adopted by the stockholders, but shall never be less than one. The name and address of the initial director shall be:

Brian C. Zeigler 1851 Winchester Dr., Winter Park, FL 32789

#### **ARTICLE VIII. DIRECTORS' POWERS**

The board of directors shall have the power to fix or change salaries of the directors, as directors and as officers, to restrict the transfer of stock by stockholders, to indemnify directors and officers against liability for their good faith acts and omissions to permit contracts or other transactions between the corporation and one or more of its

directors individually or business in which one or more of its directors are interested, and to exercise such other powers of the corporation as are not inconsistent with these articles or with any by-laws that may be adopted by the stockholders.

#### **ARTICLE IX. SUBSCRIBER(S)**

The name and address of the subscriber to these Articles of Incorporation is:

Brian C. Zeigler, 1851 Winchester Dr, Winter Park, Florida 32789.

#### **ARTICLE X. REGISTERED AGENT**

The name and address of the registered agent to accept service for the corporation shall be:

Brian C. Zeigler, 1851 Winchester Dr., Winter Park, Florida 32789.

#### **ARTICLE XI. INDEMNIFICATION**

Every director, officer, employee, or agent of this corporation shall be indemnified by the corporation against all expenses and liabilities, including counsel fees, reasonably incurred or by reason of their being imposed upon him or her in connection with any proceedings to which he or she may be a party, or in which he or she may become involved by reason of his or her employment, or by reason of him or her being or having been a director, officer, employee, or agent at the time such expenses are incurred, except in such cases wherein the director, officer, employee or agent is adjudged liable for negligence or misconduct in the performance of his or her duties as such director, officer, employee or agent. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which each director, officer, employee or agent is entitled.

#### **ARTICLE XII. PREEMPTIVE RIGHTS**

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

**ARTICLE XIII. AMENDMENTS**

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights conferred on stockholders herein are granted and subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber, have hereunto set his hand and seal, this 13 day of February, 2002, for the purpose of forming this corporation under the laws of the State of Florida, and do hereby make and file in the office of the Secretary of the State of Florida these Article of Incorporation and certify that the facts herein stated are true.

  
Brian C. Zeigler

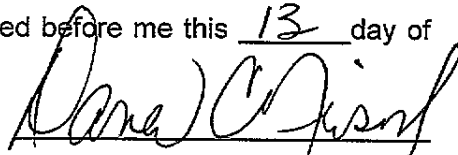
**STATE OF FLORIDA**

**COUNTY OF ORLA WOO**

I hereby certify that on this day, before me, a notary public, duly authorized in the state and county named above to take acknowledgments, personally appeared Brian C. Zeigler to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before me that the subscribed to these Articles of Incorporation. Sworn to and subscribed before me this 13 day of February, 2002.



Dana C. Nipper  
MY COMMISSION # DD882463 EXPIRES  
March 2, 2006  
BONDED THRU TROY FAIR INSURANCE, INC.



Notary Public, State of Florida

Identification personally known

My Commission Expires:

**CERTIFICATE DESIGNATING  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the office/registered agent, in the State of Florida.

1. The name of the corporation is:

**BORDERSCAPES, INC.**

2. The name and address of the registered agent and office is:

Brian C. Zeigler 1851 Winchester Dr., Winter Park, Florida 32789.

*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. I hereby accept the duties and responsibilities of registered agent.*

Signature of Registered Agent

*Brian C. Zeigler*

Date

*2/13/02*

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