000034-March 2

Department of State Division of Corporations Post Office Box 6327 Tallahassee, FL 32314

Re: Sonshine Lawn Management, Inc.

Dear Corporate Records:

We are enclosing the original and one executed copy of the proposed Articles of Incorporation for Sonshine Lawn Management, Inc. together with a Certificate Designating Registered Agent. Please approve and file the originals and return a certified copy to our office.

We are also enclosing our company's check payable to you in the amount of \$87.50 for the filing fee, one certified copy of the Articles and filing the Registered Agent's Certificate.

Please call or write our office if anything further is required.

Sincerely, Jerémy Saum

Enclosures

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## ARTICLES OF INCORPORATION

OF

## Sonshine Lawn Management, Inc.

The undersigned subscribers to these Articles of Incorporation, each a natural person competent, hereby associate themselves together to form a corporation under the laws of the State of Florida. Allahassee, Florid/

#### ARTICLE I. NAME

The name of this corporation is: Sonshine Lawn Management, Inc

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## ARTICLE II. PERMITTED BUSINESS AND ACTIVITIES

The general nature of the businesses to be transacted by this corporation is to engage in every aspect and phase of the business of lawn and landscape maintenance, and to engage in every aspect and phase of related businesses.

This corporation may engage in every phase of any and all activities or businesses permitted by the laws of the United States and the State of Florida or any other state, territory, district, or possession of the United States and all such activities or businesses as may be permitted in any foreign country. Without limiting the generality of the foregoing, the corporation shall have power to:

(a) Conduct business, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, and buy, hold mortgage, sell, convey, or otherwise dispose of franchises in this state and in any of the several states, territories, possessions and dependencies of the United States, the District of Columbia, and in foreign countries.

(b) Purchase the corporate assets of any other corporation and engage in the same character of business.

(c) Acquire, enjoy, utilize and dispose of patents, copyrights and trade marks and any licenses or other rights or interest thereunder or therein.

(d) Take, hold, sell and convey such property as may be necessary in order to obtain or secure payment of any indebtedness or liability to it.

(e) Guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise dispose of the shares of the capital stock of, or any bonds, securities or other

evidences of indebted-ness created by any other corporation this state 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.

(f) Purchase, hold, sell and transfer shares of its own capital stock from the surplus of its assets over its liabilities including capital. Shares of its own capital stock owned by this corporation shall no be voted directly or indirectly, or counted as outstanding for the purpose of any stockholder' quorum or note

(g) Contract debts and borrow money, issue and sell pledge bonds, debentures, notes and other evidences of indebted-ness, and execute such mortgages, transfer of corporate property or other instruments to secure the payment of corporate indebtedness as required.

(h) Make gifts for educational, scientific or charitable purposes.

(i) Indemnify any person made a party, or threatened to be made a party, to any threatened, pending, or completed action, suit or proceeding against liability for their good faith acts and omissions to the extent provided by law.

(j) Purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the corporation, or was a director, officer, employee or agent of the corporation, or is or was service at the request of the corporation as a director, officer employee or agent of another corporation, partnership, joint venture, trust or other enterprises against liability asserted against him and incurred by him in any such capacity or arising out of his status as such, whether or not the corporation would have the power to indemnify him against such liability under the provisions of subsection (i) hereof.

(k) Enter into general partnerships, limited partner-ships (whether the corporation be a limited or general partner), joint ventures, syndicates, pools, associations and other arrange-ments for carrying on one or more of the purposes set forth in this Certificate of Incorporation, jointly or in common with others, so long as the participating corporation, person or association would have power to do so alone.

The foregoing clauses are both purposes and powers; and the foregoing enumeration of specific powers does not limit or restrict in any manner the powers of the corporation.

## ARTICLE III. CAPITAL STOCK

The maximum numbers of shares of stock that this corporation is authorized to have outstanding at any one time is Seven Thousand Five Hundred (7,500) 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 form with a value, in the judgment of the directors, equivalent to or greater than full par value of the shares.

## ARTICLE IV. TERM OF EXISTENCE

The existence of this corporation is to begin at the time these Articles of Incorporation are filed with the Department of State and to continue perpetually thereafter.

#### ARTICLE V. PRINCIPAL OFFICE ADDRESS

The street address of the initial principal office of the corporation in the State of Florida is 3400 Tanager Lane West, Mulberry, FL 33860. The Board of Directors may from time to time move the principal offices to any other address in Florida, and may establish branch offices in such other place or places within or without the State of Florida as it may designate.

#### ARTICLE VI. REGISTERED AGENT

The registered agent of the corporation and the address of the registered agent and registered office of the corporation shall be as follows:

Name Jeremy Saum Address 3400 Tanager Ln West Mulberry, FL 33860

## ARTICLE VII. DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be increased of diminished from time to time, as provided in the By-Laws.

## ARTICLE VIII. ORIGINAL DIRECTORS

The name and street address of each member of this first Board of Directors is:

Name Jeremy Saum

Address 3400 Tanager Ln West Mulberry, FL 33860

Kristin Saum

3400 Tanager Ln West Mulberry, FL 33860

## ARTICLE IX. SUBSCRIBERS

The name and street address of Sonshine Lawn Management, Inc., the subscriber to these Articles of Incorporation is:

Name	Address
Jeremy Saum	3400 Tanager Ln West
	Mulberry, FL 33860

The subscriber of these Articles of Incorporation hereby assign to this corporation any and all of their rights under Section 607.0201, Florida Statutes, to constitute a corporation.

# ARTICLE X. 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. These Articles may be amended prior to the issuance of the stock of this corporation by the unanimous approval or consent of the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon or in such other manner as may be provided by law.

IN WITNESS WHEREOF, Sonshine Lawn Management, Inc, Jeremy Saum, the undersigned subscriber, have hereunto set my hand and seal this 26<sup>th</sup> day of March, 2002, for the purpose of forming this corporation under the laws of the State of Florida, and I hereby make and file with the Department of State of the State of Florida, these Articles of Incorporation, and certify that the facts stated herein are true.

#### STATE OF FLORIDA

COUNTY OF POLK

I HEREBY CERTIFY that on this day personally appeared before me, Jeremy Saum, personally known to me or who produced <u>known</u> as identification, the person described in and who executed the foregoing Articles of Incorporation, and Jeremy Saum acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal at the state and county noted above, this 26<sup>th</sup> day of March, 2002

Notary Public <u>Countiney Kincey</u> My commission expires: 12/26/03



#### CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

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IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST - That Sonshine Lawn Management, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at City of Lakeland, State of Florida, has named Jeremy Saum, located at 3400 Tanager Ln West, City of Mulberry, State of Florida, as its agent to accept service of process within Florida.

REMM AUM

Corporate Officer

RESIDENT Title:

02 Date:

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.

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Signature: (Registered Agent)

Date: