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CIVIL TRIAL PRACTICE
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REAL ESTATE

PO200005887Y
May 24, 2002

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: ARTICLES OF INCORPORATION FOR:
SOUTHERN LAWN AND LANDSCAPE, INC.

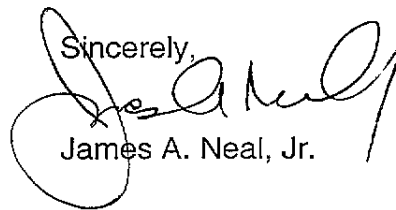
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*****78.75 *****78.75

Dear Sir or Madam:

Enclosed herewith is an original and a copy of the Articles of Incorporation for the above-named corporation. In addition, a check in the amount of \$78.75 is enclosed in payment of the following: filing fees and for certified copy.

Please file the original of the enclosed Articles of Incorporation for the above-named corporation and return the certified copy in the enclosed self-addressed/stamped envelope. Your prompt attention to this matter is appreciated.

Sincerely,


James A. Neal, Jr.

JAN:cr

Enclosures: Original and copy of Articles of Incorporation
Check, return envelope

02 MAY 28 AM 9:24
F-11440
SECRETARY OF STATE
DIVISION OF CORPORATIONS

2 MAY 29 2002

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ARTICLES OF INCORPORATION
FOR
SOUTHERN LAWN AND LANDSCAPE, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person, competent to contract, hereby sets forth his intention to form a corporation under the laws of the State of Florida.

Article 1. Name.

The name of this corporation is: **SOUTHERN LAWN AND LANDSCAPE, INC.**

Article 2. Principal Office/ Mailing Address.

The street address of the initial principal office is: **4850 N. Mapleview Way, Beverly Hills, FL 34465.** The mailing address of the corporation is: **PO Box 640036, Beverly Hills, FL 34464.**

Article 3. General Purpose.

This corporation is organized for the purpose of transacting any and all lawful business for which a corporation may be incorporated under the laws of the State of Florida.

Article 4. Capital Stock.

This corporation is authorized to issue one thousand (1,000) shares of One Dollar (\$1.00) par value common stock.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

**Articles of Incorporation of
SOUTHERN LAWN AND LANDSCAPE, INC.
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Article 5. Initial Registered Office and Agent.

The name and street address of the initial registered agent and office of this corporation is: **Walter Engelken, 4850 N. Mapleview Way, Beverly Hills, FL 34465.**

Article 6. Initial Board of Directors.

This corporation shall have one director initially. The number of directors may be either increased or decreased from time to time in accordance with the provisions of the by laws, but shall never be less than one. The name and address of the initial director of this corporation is: **Walter Engelken, PO Box 640036, Beverly Hills, FL 34464.**

Article 7. Incorporator.

The name and address of each incorporator is: **Walter Engelken, PO Box 640036, Beverly Hills, FL 34464.**

Article 8. By-Laws.

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and Shareholders of this corporation.

Article 9. Indemnification.

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by the laws of the State of Florida.

Article 10. Amendments.

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the Shareholders or Directors is subject to this reservation.

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SOUTHERN LAWN AND LANDSCAPE, INC.
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Article 11. Pre-emptive Rights.

Every shareholder, 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 at pro-rata share thereof at the price of which it is offered to others.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 23 day of May, 2002.



WALTER ENGELKEN

STATE OF FLORIDA
COUNTY OF CITRUS

The foregoing instrument was acknowledged before me this 23 day of May, 2002, by WALTER ENGELKEN, who ~~is personally known to me or produced~~ FLA DR. LICENSE as identification and who did/did not take an oath.



Notary Public
My Commission Expires:



James A. Neal, Jr.
MY COMMISSION # CC962102 EXPIRES
December 16, 2004
BONDED THRU TROY FAIR INSURANCE, INC.

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**CERTIFICATE DESIGNATING REGISTERED OFFICE FOR THE SERVICE OF
PROCESS WITHIN THE STATE OF FLORIDA, AND NAMING THE REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED.**

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

SOUTHERN LAWN AND LANDSCAPE, INC.

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

**WALTER ENGELKEN
4850 N. MAPLEVIEW WAY
BEVERLY HILLS, FL 34465**

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

By: _____

Walter Engelken
Registered Agent

Date: May 23, 2002.

SECRETARY OF STATE
DIVISION OF CORPORATIONS
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