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TRANSMITTAL LETTER

Department of State
Division of Corporations
P O BOX 6327
Tallahassee, FL 32314

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-08/07/02--01036--012
*****87.50 *****87.50

SUBJECT: PATRICK SPENCERS LAWN CARE INC.

Dear Sir or Madam:

Please find enclosed for filing one original and one copy of the Articles of Incorporation.
Also enclosed is a check in the amount $ 87.50 for the filing fee, certified copy and
certificate of status.

Please return to: PATRICK SPENCERS LAWN CARE INC.
                       C/O PATRICK SPENCER - Registered Agent & Incorporator

                       20145 S E HWY 42
                       UMATILLA, FL 32784

NOTE: The original and one copy of the articles are enclosed.

ARTICLES OF INCORPORATION
In compliance with Chapter 607 and/or Chapter 621, F. S. (Profit)

ARTICLE I   NAME
The name of the Corporation shall be: PATRICK SPENCERS LAWN CARE INC.

ARTICLE II   PRINCIPAL OFFICE
The principal place of business and mailing address of this corporation is 20145 S.E. HWY 42, Umatilla, FL. 32784.

ARTICLE III   PURPOSE
This corporation was established as a profit corporation.

ARTICLE IV   SHARES
The aggregate number of shares which the Corporation has authority to issue is 1,000 shares of common stock with no par value.

ARTICLE V   INITIAL OFFICERS/DIRECTORS

Patrick Spencer- President- 20145 S.E. HWY 42, Umatilla, FL. 32784.

ARTICLE VI   REGISTERED AGENT
The name and Florida street address of the initial registered agent and office of the Corporation is Patrick Spencer, 20145 S.E. HWY 42, Umatilla, FL. 32784.

ARTICLE VII   INCORPORATOR
The name and address of the incorporator to these Articles of Incorporation is: Patrick Spencer, 20145 S.E. HWY 42, Umatilla, FL. 32784.

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Having been named as registered agent to accept service for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

_____   7/31/02
(SIGNATURE) Patrick Spencer   – Registered Agent   Date

_____   7/31/02
(SIGNATURE) Patrick Spencer   - Incorporator   Date