TRANSMITTAL LETTER

FILED SECRETARY OF STATE TALLAHASSEE, FLORIDA

02 SEP -4 AM 8: 29

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

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WN CARE SPECI	AUSTS, INC.		
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al and one(1) copy of the article	s of incorporation and a	check for :	
Filing Fee & Certificate of Status		S\$7.50 Filing Fee, Certified Copy & Certificate of Status PY REQUIRED	
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150 - 228 -7781		· · · · · · · · · · · · · · · · · · ·	
	Al and one(1) copy of the article S78.75 Filing Fee & Certificate of Status Certificate of Status Rame (Proposition Parameter) Tallopastar City, 50 - 228 -7781	(Proposed corporate name - frust include sure) all and one(1) copy of the articles of incorporation and a S78.75 Filing Fee & Certificate of Status Correction ADDITIONAL CO Rame (Printed or typed) 1382 RAULIN ROAD Address TALLAHASSER FLA 32305 City, State & Zip	(Proposed corporate name - hust include suffix) ODODOTSO1660 -09/04/0201009- ***********************************

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

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FILED SECRETARY OF STATE TALLAHASSEE, FLORIDA

CERTIFICATE OF INCORPORATION

02 SEP -4 AM 8: 29

OF

LAWN CARE SPECIALISTS, INC.

We, the undersigned, hereby execute this document for the purpose of doing business as a corporation under the laws of the State of Florida, providing for the formation, liability, rights and privileges and immunities of a corporation for profit.

ARTICLE I

NAME OF CORPORATION

The name of this corporation shall be: Lawn Care Specialists, Inc. 1382 Balkin Road Tallahassee, Florida 32305

ARTICLE II

GENERAL NATURE OF BUSINESS

The general nature of the business and the objects and the purposes proposed to be transacted and carried on, are to be any and all things hereinafter mentioned, as freely and the same extent as natural persons might or could do, viz;

(a) To engage in every aspect and phase of the business of providing lawn care services, retailing of supplies for any aspect of caring for lawns and the conducting of the general support services connected with that business and business of all kinds and descriptions and such other and further services as may be necessary and incidental to the carrying on of such business in connection therewith on a retail and wholesale business.

- (b) To engage in every aspect and phase of the business of selling equipment or commodities connected to or supporting the services listed in (a) above.
- (c) To borrow money for its corporate purposes and to make, accept, endorse, execute and issue promissory notes, bills of exchange, bonds, debentures, other obligations, from time to time, for the purpose of purchasing property, or for any purpose in or about the business of the company, and if deemed proper to secure the payment of any such obligations by mortgage pledge, deed of trust, or otherwise.
- (d) To sell, improve, manage, develop, lease, mortgage, dispose of, or otherwise turn to account or deal with all or any part of the property of the company.

ARTICLE III

CAPITAL STOCK

The amount of capital stock of this corporation shall be divided into one hundred (100) shares of common stock, without nominal or par value, all of said stock shall be payable in cash, property, labor or services, a par valuation to be fixed by the Board of Directors of the corporation.

ARTICLE IV

The amount of capital with which this corporation shall commence business shall not be less than One Thousand (\$ 1,000.00) dollars.

ARTICLE V

This corporation shall have a perpetual existence unless sooner dissolved according to law.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The registered office of said corporation shall be 1382 Balkin Road, Tallahassee, Leon County, Florida and its initial registered agent at such address shall be: Robert D. Harrell.

ARTICLE VII

DIRECTORS

The number of directors for this corporation shall not be less than two nor more than five.

The name and mailing addresses for the first Board of Directors and officers of this corporation who shall hold office för the first year or until their successors are chosen shall be:

Robert D. Harrell, Director-President 1382 Balkin Road Tallahassee, Florida 32305

Jeffrey L. Valentine, Director-Secretary 368 A Belmont Road Tallahassee, Florida 32301

ARTICLE VIII

INITIAL STOCKHOLDERS

The name and mailing address of each subscriber and the number of shares of stock each agrees to take is:

Robert D. Harrell

50 shares \$ 500.00

1382 Balkin Road

Tallahassee, Florida 32305

Jeffrey L. Valentine 50 shares \$ 500.00

368 A Belmont Road Tallahassee, Florida 32301

ARTICLE IX

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by 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, unless all the directors and the stockholders sign a written statement manifesting their intention that a certain amendment of these articles of incorporation be made)

Jeffrey L. Valentine

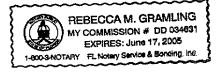
STATE OF FLORIDA COUNTY OF LEON

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the state and county named above to take acknowledgements, personally appeared Robert D. Harrell and Jeffrey L. Valentine to me, known to be the persons described as subscribers in and who executed the foregoing Articles of Incorporation.

WITNESS my hand and official seal in the county and state named above this 3d day of 5, 2002.

NOTARY PUBLIC

My commission expires:



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REGISTERED AGENT

I, Robert D. Harrell, hereby accept appointment as registered agent of the above named corporation.

Robert D. Harrell

SWORN AND SUBSCRIBED before me this 3rd day or

Deptenly, 2002.

Notary Public

