

Division of Corporations

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Florida Department of State
Division of Corporations
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TALLAHASSEE, FLORIDA
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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : HARTER, SECREST & EMERY LLP
Account Number : 072720000216
Phone : (941) 489-1774
Fax Number : (941) 489-1784

FLORIDA PROFIT CORPORATION OR P.A.

LAWNSCAPES INC.

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DIVISION OF CORPORATION

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**ARTICLES OF INCORPORATION
OF
LAWNSCAPES INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, Florida Statutes, Section 607.0101 et seq., hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation is **Lawnscapes Inc.**

ARTICLE II - PRINCIPAL OFFICE

The principal office of this Corporation is located at:

25150 Bernwood Drive, Unit #6
Bonita Springs, Florida 34135

ARTICLE III - COMMENCEMENT AND DURATION

This Corporation shall commence to exist on the date these Articles are filed by the Department of State, in accordance with Section 607.0123(1), Florida Statutes, and shall have perpetual existence.

ARTICLE IV - PURPOSE

The purpose of this Corporation is to engage in any and all lawful business for which corporations may be incorporated.

ARTICLE V - CAPITAL STOCK

This Corporation is authorized to issue Ten Thousand (10,000) common shares, all of one class, each having a par value of One Dollar (\$1.00) per share.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent and registered office of this Corporation are as follows:

Dennis J. Lumsden

6719 Winkler Road, Suite 121
Fort Myers, Florida 33919

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ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall initially have one (1) Director. The number of Directors may be either increased or decreased, from time to time, by or under the Bylaws of the Corporation, but shall never be less than one (1).

The name and address of the initial Director of this Corporation are:

Michael Gay

25150 Bernwood Drive, Unit #6
Bonita Springs, Florida 34135

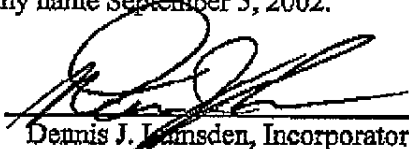
ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation are:

Dennis J. Lumsden

6719 Winkler Road, Suite 121
Fort Myers, Florida 33919

IN WITNESS WHEREOF, I have subscribed my name September 5, 2002.


Dennis J. Lumsden, Incorporator

ACCEPTANCE BY REGISTERED AGENT

I hereby accept the appointment of Registered Agent. I am familiar with, and accept the obligations of Section 607.0505 Florida Statutes.


Dennis J. Lumsden

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