

SEP-17-02 TUE 1:51 PM 69275 263 73PM

FAX NO. 941 750 9761

P. 1

Division of Corporations

Page 1 of 1  
FILED

02 SEP 17 AM 8:36

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Florida Department of State  
Division of Corporations  
Public Access System

Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

(((H02000199281 5)))

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

To:

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

From:

Account Name : OZARK & PERRON, P.A.  
Account Number : I19980000059  
Phone : (941)750-9760  
Fax Number : (941)750-9761

**FLORIDA PROFIT CORPORATION OR P.A.**

**Brian's Tree Farm & Landscaping, Inc.**

Certificate of Status	1
Certified Copy	1
Page Count	061
Estimated Charge	\$87.50

Electronic Filing Menu

Corporate Filing

Public Access Help

9-18-02  
[Signature]

(( (H02000199281 5) ))

FILED

02 SEP 17 AM 8:36

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

BRIAN'S TREE FARM & LANDSCAPING, INC.

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation.

Article 1. Name. The name of the Corporation is:

**BRIAN'S TREE FARM & LANDSCAPING, INC.**

Article 2. Principal Office or Mailing Address. The principal office or mailing address of the Corporation is:

**2608 Palma Sola Blvd.  
Bradenton, Florida 34209**

Article 3. Duration. The duration of the Corporation is perpetual.

Article 4. Purpose. The general purposes for which the Corporation is organized are the following:

(A) To acquire by purchase, subscription or otherwise, and to hold as investment or otherwise, any bonds or other securities as evidence of indebtedness, or any shares of capital stock created or issued by any other corporation or corporations, association or associations, of any state, district, territory or country, to purchase, hold as an investment or otherwise, sell, assign, transfer, mortgage, pledge or otherwise dispose of stocks, bonds or other securities or evidences of indebtedness created or issued by any other corporation or corporations, association or associations, and while the owner, holder of pledges of such stocks, or security, to exercise all the rights, powers and privileges of ownership, including the right to vote thereon; to aid in any lawful manner any corporation or association of which the bonds, or other securities, or evidences of indebtedness or stocks are held by this corporation, and to do any and all lawful acts or things designated to protect, preserve, improve or enhance the value of any such bonds, or other securities, or evidence of indebtedness created by any such corporation;

(B) To acquire by purchase or otherwise the goodwill, business property rights, franchise and assets of every kind and undertake either wholly or in part the liabilities of any person, firm, association or corporation engaged in any business similar to those purposes, and to take up any

(( (H02000199281 5) ))

((( H02000199281 5 )))

businesses, similar or incidental to the business in which this corporation is engaged, as to going concern or otherwise (1) by purchase of the assets thereof wholly or in part; (2) by acquisition of the capital or any part thereof, or (3) in any other manner, and to pay for the same in cash, the stock or bonds of this corporation, or partly in cash and partly in such stock or bonds or otherwise; to hold, maintain and operate or in any manner dispose of the whole or any part of the goodwill, business rights and property so acquired; and to conduct in any lawful manner the whole or any part of any business so acquired and to exercise all the powers necessary or convenient in and about the management of business.

(C) To purchase and otherwise acquire, sell and otherwise dispose of, deal in and deal with personal property of all kinds, including patents, patent rights, copyrights, trademarks and including business concerns and undertakings.

(D) To purchase, take, acquire, lease, hold, own, maintain, cultivate, work, develop, sell, convey, mortgage, exchange and improve or otherwise deal in and with real estate or any interest and rights therein and water rights, and to erect, construct, alter and maintain and improve land, building or works or any description on any land or any water rights so purchased or otherwise acquired or upon any other land, and to repair, alter and improve existing houses, warehouses or works thereon and appurtenant or convenient thereto;

(E) To act as agent or representative for corporations, associations, firms and individuals and as such to develop, improve and extend the trade and business interest of the corporation, association, firms and individuals;

(F) To borrow money, to give its promissory notes or other evidence of indebtedness therefor, to make and enter into indenture of trust agreements, to make and issue its debenture bonds or certificates of indebtedness, payable to bearer or otherwise, with or without interest coupons attached, and in addition to such interest, until such certificate of indebtedness or debenture bonds are discharged but not thereafter, with or without participation in the earnings, or a share of the earnings of the corporation, and to issue bonds and secure the same by mortgage, deed of trust or otherwise on all or any part of its assets, for any of the purposes of the corporation;

(G) To make by-laws and regulations not inconsistent with the constitution or laws of the United States, or of this state, or of the Charter of the corporation; to have one or more offices, to carry on all or any of its operations and business and without restrictions or limit as to amount, to purchase or otherwise acquire, hold, own, mortgage, sell, convey or otherwise dispose of real and

((( H02000199281 5 )))

((( H02000199281 5 )))

personal property of every class and description and for the purposes of attaining or furthering any of its objects or purposes, the corporation shall have the power to do any and all such other incidental acts and things and to exercise any and all other powers which a co-partnership or natural partnership or natural person could do and exercise, as may be authorized by law.

(H). To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose enumerated above limits this general purpose in any way.

(I). To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

**Article 5. Capital Stock.** The aggregate number of shares which the Corporation is authorized to issue is 500 shares of common stock. Such shares shall be of a single class and shall have \$1.00 par value.

**Article 6. Initial Registered Office and Agent.** The street address of the initial Registered Office of the Corporation is and the name of its initial Registered Agent at that address is

**Damian M. Ozark, Esquire  
Ozark & Perron, P.A.  
2808 Manatee Avenue West  
Bradenton, Florida 34205**

**Article 7. Incorporator.** The name and address of the Incorporator is as follows:

**Damian M. Ozark, Esquire  
Ozark & Perron, P.A.  
2808 Manatee Avenue West  
Bradenton, Florida 34205**

**Article 8. Initial Board of Directors.** This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one (1) and said corporation is authorized to have five (5) directors at any one time. The name and addresses of the initial directors are:

**Brian Reinfandt  
3514 65<sup>th</sup> Avenue Circle East  
Sarasota, FL 34243**

**Gary Shapiro  
2608 Palma Sola Blvd.  
Bradenton, Florida 34209**

((( H02000199281 5 )))

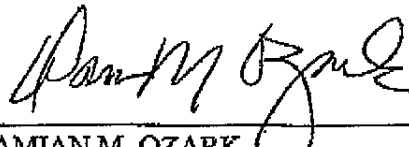
((( H02000199281 5 )))

**Article 9. Amendment.** The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

**Article 10. Indemnification.** The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law.

**Article 11. Commencement of Corporate Existence.** In accordance with Section 607.0203, Florida Statutes, the date when corporate existence shall commence is the date of execution by the incorporator of these Articles of Incorporation. In the event these Articles of Incorporation are not filed within the time period set forth in Section 607.0203, Florida Statutes, the date when corporate existence shall commence is the date of filing by the Secretary of State.

IN WITNESS WHEREOF, the undersigned Incorporator has signed these Articles of Incorporation on this 16<sup>th</sup> day of September, 2002.

  
\_\_\_\_\_  
DAMIAN M. OZARK  
Incorporator

((( H02000199281 5 )))



((( H02000199281 5 )))

**Statement of Sole Incorporator in Lieu of Meeting****BRIAN'S TREE FARM & LANDSCAPING, INC.**

The Certificate of Incorporation of this Corporation having been filed in the office of the Secretary of State, the undersigned, being the sole incorporator named in said certificate, does hereby state that the following actions were taken on this day for the purpose of organizing this corporation:

1. By-laws for the regulation of the affairs of the corporation were adopted by the undersigned incorporator and were ordered inserted in the minute book immediately following the copy of the certificate of incorporation and before this instrument.
2. The following persons were elected as directors to hold office until the first annual meeting of stockholders or until their respective successors are elected and qualified:

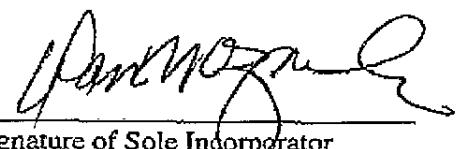
**Brian Reinfandt  
Gary Shapiro**

3. The board of directors was authorized, in its discretion, to issue the shares of the capital stock of this corporation to the full amount or number of shares authorized by the certificate of incorporation, in such amounts and for such considerations as from time to time shall be determined by the board of directors and as may be permitted by law.

Dated

9-17-2002**Damian M. Ozark**

Name of Sole Incorporator

  
Signature of Sole Incorporator

**FILED**  
02 SEP 17 AM 8:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

((( H02000199281 5 )))