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From:
Account Name : BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.
Account Number : 075350000353
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FLORIDA PROFIT CORPORATION OR P.A.

MGM COMPANY INC.

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OCT 15

**ARTICLES OF INCORPORATION
OF
MGMI LANDSCAPE COMPANY INC.**

THE UNDERSIGNED sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607, of the Revised Florida Statutes, herewith submits the following information:

1. The name of the corporation is **MGMI LANSCAPE COMPANY INC.**
2. The duration of the corporation shall be perpetual.
3. The purpose for which this corporation is being formed is to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter.
4. The aggregate number of shares which the corporation shall have authority to issue is **1,000 shares with no par value.**
5. The principal address of the corporation will be:
608 60th Street NW, Brandenton, FL 34209.

The address of the initial registered office will be **608 60th Street NW, Brandenton, FL 34209,**
and the name of its initial registered agent at such address is **George Wurm, Jr.**
7. The names and the addresses of the persons who shall serve as the initial Board of Directors are as follows:
George Wurm, Jr.
608 60th Street NW, Brandenton, FL 34209.
8. The name and address of the sole incorporator is:
RONALD BROWN
Blumberg Excelsior Corporate Services, Inc.
62 White St.
New York, NY 10013

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IN WITNESS WHEREOF, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation.

Dated: **October 14, 2002.**



Ronald Brown
Sole Incorporator

Blumberg Excelsior Corporate Services
62 White Street
New York, NY 10013

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ACCEPTANCE OF APPOINTMENT

AS

REGISTERED AGENT

I, the undersigned, do hereby accept appointment as Registered Agent of
MGM LANSCAPE COMPANY INC.

Dated: October 15, 2002.



GEORGE WURM, JR.
Registered Agent

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Blumberg Excelsior Corporate Services
62 White Street
New York, NY 10013

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