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12/02/02--01045--016 **78.75

EFFECTIVE DATE

12-01-02

FILED

02 DEC -2 PM 3:51

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dennis L. Horton, P. A.

Attorney and Counselor at Law

900 West Highway 50
Clermont, FL 34711-2873
Telephone: (352) 394-4008
Fax: (352) 394-5805

November 27, 2002

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

Re: Incorporation of HIGH MAINTENANCE LANDSCAPE & LAWN CARE, INC.

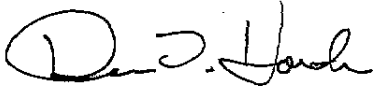
Ladies and Gentlemen:

Please find enclosed for filing the original and one (1) copy of Articles of Incorporation for the above corporation, together with check in the amount of \$78.75 for filing fees and certified copy of the Articles. After filing, please forward a certified copy of the Articles to me at the above address.

Please note the effect date for this corporation is December 1, 2002.

If you have any questions, please don't hesitate to contact me.

Sincerely,



Dennis L. Horton

DLH/lm
Enclosures

ARTICLES OF INCORPORATION
OF
HIGH MAINTENANCE LANDSCAPE & LAWN CARE, INC.

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE ONE

NAME

EFFECTIVE DATE

12-01-02

The name of the Corporation is HIGH MAINTENANCE LANDSCAPE & LAWN CARE, INC.

ARTICLE TWO

DURATION

The term of existence of the Corporation is perpetual.

ARTICLE THREE

PURPOSE

The purpose for which the Corporation is organized is to transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE FOUR

CAPITAL STOCK

The aggregate number of shares that the Corporation has authority to issue is 1,000, all of which shall be common shares with par value of \$1.00.

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ARTICLE FIVE

PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this Corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the Corporation and any securities of the Corporation convertible into or carrying a right to subscribe to or acquire any unissued or treasury shares.

ARTICLE SIX

REGISTERED AND PRINCIPAL OFFICES

The street address of the initial registered office of the Corporation is 8423 Southwood Pine Street, Lithia, FL 33547, and the name of the initial registered agent at that address is Bryan Peter Waraksa.

The initial address of the principal office of the Corporation is 8423 Southwood Pine Street, Lithia, FL 33547. The mailing address of the Corporation is 8423 Southwood Pine Street, Lithia, FL 33547.

ARTICLE SEVEN

DIRECTORS

The initial Board of Directors of the Corporation shall consist of one (1) member. The name and address of the sole Director are Bryan Peter Waraksa, 8423 Southwood Pine Street, Lithia, FL 33547.

ARTICLE EIGHT

INCORPORATOR

The name and address of the incorporator are Bryan Peter Waraksa, 8423 Southwood Pine Street, Lithia, FL 33547.

ARTICLE NINE

COMMENCEMENT OF EXISTENCE

This Corporation shall commence its existence on December 1, 2002.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 27 day of November, 2002.

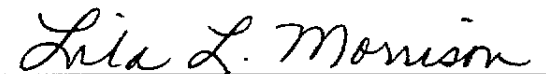

BRYAN PETER WARAKSA

STATE OF FLORIDA
COUNTY OF LAKE

I HEREBY CERTIFY that, on this day, before me, an officer duly authorized to take acknowledgments, personally appeared BRYAN PETER WARAKSA who produced FLD/L # W620-075-80-065-0 for identification, and he acknowledged his execution of the foregoing Articles of Incorporation.

WITNESS my hand and official seal this 27 day of November, 2002.




Notary Public - State of Florida
My Commission Expires:

ACCEPTANCE OF REGISTERED AGENT

I, Bryan Peter Waraksa, do hereby accept the appointment of registered agent of HIGH MAINTENANCE LANDSCAPE & LAWN CARE, INC., this 27 day of November, 2002.


Bryan Peter Waraksa

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TALLAHASSEE, FLORIDA