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FLORIDA PROFIT CORPORATION OR P.A.

Good Guy Tree and Landscape Corporation

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ARTICLES OF INCORPORATION
OF
Good Guy Tree and Landscape Corporation

THESE ARTICLES OF INCORPORATION are hereby adopted by the undersigned incorporator of this corporation for pecuniary profit under the Florida Business Corporation Act.

ARTICLE I - NAME AND LOCATION OF AGENT AND OFFICES

- 1.1 Name. The name of the corporation shall be Good Guy Tree and Landscape Corporation.
- 1.2 Principal Office and Mailing Address. The corporation's principal office, if known, shall be 4588 Bay Cedar Lane Sarasota, Florida 34241, and the mailing address of the corporation shall be 4588 Bay Cedar Lane Sarasota, Florida 34241.

1.3 Initial Registered Agent and Office; Statement of Acceptance. The initial Registered Agent for the corporation to accept service of process within the State of Florida shall be Guy Cesta. The initial Registered Office street address of the Registered Agent shall be 4588 Bay Cedar Lane Sarasota, Florida 34241. The initial Registered Agent hereby states that the Registered Agent is familiar with, and accepts, the obligations of this position.

ARTICLE II - COMMENCEMENT AND DURATION

- 2.1 Commencement of Corporate Existence. The corporation's existence shall commence on the filing hereof by the Department of State.
- 2.2 Duration. The corporation shall have perpetual existence, or until dissolved according to law.

ARTICLE III - PURPOSE AND POWERS

- 3.1 Purpose. The general purpose for which the corporation is initially organized shall be to transact any and all lawful business for which a corporation may be incorporated under the laws of Florida.

ARTICLE IV - AUTHORIZED SHARES

- 4.1 Class, Number, Par and Description. The shares of stock authorized hereunder shall consist of only one (1) class of common stock. The aggregate number of shares of stock which the corporation shall be authorized to issue and have outstanding at any one time shall be limited to 1,000 shares at \$1.00 par value.

ARTICLE V - GENERAL

- 5.1 Incorporator(s). The name and address of each incorporator executing this instrument is as follows: Hugh C. Ferrell - 4924 Hidden Oaks Trail, Sarasota, Florida 34232.

IN WITNESS WHEREOF, the undersigned executed this instrument December 19, 2002.



Hugh C. Ferrell
Incorporator (and Registered Agent if named)



Guy Cesta
Registered Agent