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**EXPIRATION DATE**  
*3-5-03*

Florida Department of State  
Division of Corporations  
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From: Account Name : NAMS  
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**FLORIDA PROFIT CORPORATION OR P.A.**

**Grounds Maintenance, Inc.**

Certificate of Status	0
Certified Copy	0
Page Count	05
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**ARTICLES OF INCORPORATION  
OF  
Grounds Maintenance, Inc.  
A CLOSE CORPORATION**

**EFFECTIVE DATE**  
**3-5-03**  
**FILED**  
**03 MAR -6 AM 9:06**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

**ARTICLE I NAME**

The name of the corporation shall be:

**Grounds Maintenance, Inc.**

The principal address of the corporation shall be:

5138 Mill Stream Rd.  
Ocoee, FL 34761

**ARTICLE II NATURE OF BUSINESS**

The corporation is in the business of grounds maintenance. In addition, the corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

**ARTICLE III STOCK**

3.1 The corporation shall authorize a total of 1000 shares of stock having a par value of one dollar.

3.2 The corporation shall authorize only one class of stock.

3.3 All of the corporations' issued stock, exclusive of treasury shares, shall be held of record by not more than seventy-five (75) persons.

3.4 Each stockholder shall offer to the corporation or to the other stockholders of the corporation a, thirty (30) day "right of first refusal" option to purchase his/her stock should he/she elect to sell the stock.

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3.5 The corporation shall make no offering of any of its stock of which would constitute a public offering within the meaning of the United States Securities Act of 1933, as it may be amended from time to time.

#### **ARTICLE IV TERMS OF EXISTENCE**

This corporation shall exist perpetually beginning March 5, 2003.

#### **ARTICLE V OFFICERS AND DIRECTORS**

No officers or directors yet elected.

#### **ARTICLE VI INCORPORATOR**

The name and address of the incorporator of these articles of incorporation is:

Marilyn Muller  
5138 Mill Stream Rd.  
Ocoee, FL 34761

#### **ARTICLE VII LIABILITY WAIVER**

No person who is or formerly was an Incorporator, Director, Officer, or Registered Agent of the corporation shall have any liability to the corporation or to any stockholder of the corporation for money damages in connection with any action, or failure to act in his capacity as an Incorporator, Director, Officer, or Registered Agent: provided however, that nothing contained herein shall restrict or limit the liability of any person (a) to the extent that it is proved that such person received an improper benefit of profit in money, property or services, or (b) to the extent that a judgment or other final adjudication adverse to such person is entered in the proceeding that such person's action or failure to act, was the result of active and deliberate dishonesty and was material to the cause of action adjudicated in the proceeding.

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**IN WITNESS WHEREOF**, the undersigned incorporator has executed these Articles of Incorporation on March 5, 2003.

**SIGNATURE OF INCORPORATOR:**

  
Marilyn Muller

State of Florida, County of Seminole

The foregoing instrument was acknowledged and sworn to before me on March 5, 2003, by: Marilyn Muller, the Incorporator of Grounds Maintenance, Inc. who was identified by a drivers license from the state of Florida bearing the number M460-541-64-542-0.

  
NOTARY PUBLIC

My commission expires:

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**CERTIFICATE DESIGNATING  
REGISTERED AGENT/REGISTERED OFFICE FOR  
Grounds Maintenance, Inc.**

FILED  
03 MAR -6 AM 9:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida.

1. The name of the corporation is:

**Grounds Maintenance, Inc.**

2. The name and address of the registered agent and office is:

Marilyn Muller  
5138 Mill Stream Rd.  
Ocoee, FL 34761

Signature:

Marilyn Muller  
INCORPORATOR

3/5/03  
DATE

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and obligations of Section 607.325, Florida Statutes.

Signature:

Marilyn Muller  
REGISTERED AGENT

3/5/03  
DATE

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