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		LTD Partnership File
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		Trade/Service Mark
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. <u></u>		Fictitious Owner Search
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ARTICLES OF INCORPORATION OF POWER-CUT, INC.



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

ARTICLE I

The name of the corporation shall be Power-Cut, Inc.

ARTICLE II

This corporation is to have perpetual existence. The date of commencement of corporate existence shall be the date of filing.

ARTICLE III

This corporation is organized for the following purposes: To engage in every aspect and phase of a lawn care service; to purchase or otherwise acquire, and to loan, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services, of every class, kind, and description in any manner whatsoever connected with, or associated with, the maintenance, care and operation of a lawn care service, and the purchase, sale, maintenance, and care of equipment, inventory, and supplies pertaining to the operation of a lawn care service, and to advertise and make known the services and benefits provided, and do all and everything necessary and proper for the accomplishment of any of the purposes set forth in these Articles Of Incorporation; to engage in every aspect and phase of transacting any or all lawful business, and to exercise all lawful powers necessary to effect its purposes as set forth herein.

ARTICLE IV

The aggregate number of shares that the corporation shall have authority to issue and to have outstanding at any on time is 7,500 shares. All such shares shall be of a single class, designated as common.

ARTICLE V

Each holder of common shares shall have one vote for each such share held of record on all matters submitted for shareholder approval. Except as otherwise specifically required by law, or except as specifically provided in these articles of incorporation, all other matters requiring shareholder approval shall require an affirmative vote of a majority of the shares voting thereon. The holders of the common shares shall have unlimited voting rights and the right to receive the net assets of the corporation upon its dissolution.

ARTICLE VI

The corporation shall indemnify to the fullest extent permitted by the Florida Business Corporation Act any person who has been made, or is threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit or proceeding by or in the right of the corporation), by reason of the fact that the person is or was a director or officer of the corporation, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to an employee benefit plan of the corporation, or serves or served at the request of the corporation as a director, or as an officer, or as a fiduciary of an employee benefit plan, of another corporation, partnership, joint venture, trust or other enterprise. In addition, the corporation shall pay for or reimburse any expenses incurred by such persons who are parties to such proceedings, in advance of the final disposition of such proceedings, to the full extent permitted by the Florida Business Corporation Act.

ARTICLE VII

The number of directors of the corporation shall be fixed by the bylaws of the corporation. The initial board of directors shall consist of two directors whose names and addresses are as follows:

Floye Powers 37147 Horseshoe Drive Umatilla, Florida 32784 Kelly C. Powers 37147 Horseshoe Drive Umatilla, Florida 32784

ARTICLE VIII

The initial registered agent of the corporation is KELLY C. POWERS. The street address of the corporation's initial registered office is 37147 Horseshoe Drive, Umatilla, Florida 32784.

ARTICLE IX

The principal place of business and mailing address of this corporation shall be: 37147 Horseshoe Drive, Umatilla, Florida 32784.

ARTICLE X

The name and address of the incorporators to these Articles of Incorporation are:

Floye Powers 37147 Horseshoe Drive Umatilla, Florida 32784 Kelly C. Powers 37147 Horseshoe Drive Umatilla, Florida 32784

The undersigned incorporators have executed these Articles of Incorporation this 16 day of April, 2003.

FLOYÉ POWERS, Incorporator

KELLY-C POWERS. Incorporator

STATE OF FLORIDA COUNTY OF LAKE

THE FOREGOING INSTRUMENT was acknowledged before me this /6 day of April, 2003 by Floye Powers and Kelly C. Powers, who [] are personally known to me OR [x] provided Flo Douce Liceuses as identification.

Notary Public

6 John D Weatherford ★My Commission CC849824 F Expires July 31, 2003

ACCEPTANCE OF INITIAL REGISTERED AGENT

OF

POWER-CUT, INC.

I HEREBY ACCEPT the position as initial registered agent of this corporation at 37147 Horseshoe Drive, Umatilla, Florida 32784, its initial registered office, and I do agree to comply with all the responsibilities of a registered agent as set forth in accordance with the laws of the State of Florida.

DATED as to the initial registered agent on the _____ day of May, 2003.

KELLY C. POWERS Initial Registered Agent

STATE OF FLORIDA COUNTY OF LAKE

THE FOREGOING INSTRUMENT was acknowledged before me on the 5 day of May, 2003 by KELLY C. POWERS, who [] is personally known to me OR who [X] provided FIGURE [ICENSE] as identification.

Notary Public

JOANN MAGEE
MY COMMISSION # CC 914645
EXPIRES: June 18, 2004
Boroad Trou Notary Public Gederacions

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