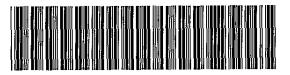
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SECRETABLE OF STATE
TALLAHASSEE, FLORIDA

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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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ARTICLES OF INCORPORATION

SECRETARY OF STATE TALLAHASSEE, FLORIDA

OF

PICTURE PERFECT LANDSCAPING & IRRIGATION CONTRACTORS, 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 Picture Perfect Landscaping & Irrigation Contractors, 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 landscaping, irrigation, sodding, mulching and landscape and irrigation construction; 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 landscaping, irrigation, sodding, mulching and landscape and irrigation construction, and the purchase, sale, maintenance, and care of equipment, inventory, and supplies pertaining to the operation of landscaping, irrigation, sodding, mulching and landscape and irrigation construction 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 one 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:

Thomas Lawrence 11215 South Em-En-El Grove Rd. Leesburg, Florida 34788 Horace J. Jones 401 Deidrich Street Eustis, Florida 32726

ARTICLE VIII

The initial registered agent of the corporation is **HORACE J. JONES**. The street address of the corporation's initial registered office is 401 Deidrich Street, Eustis, Florida 32726.

ARTICLE IX

The principal place of business and mailing address of this corporation shall be: 11215 South Em-En-El Grove Road, Leesburg, Florida 34788.

ARTICLE X

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

Thomas Lawrence 11215 South Em-En-El Grove Rd. Leesburg, Florida 34788 Horace J. Jones 401 Deidrich Street Eustis, Florida 32726

The undersigned incorporator has executed these Articles of Incorporation this 22nd day of May, 2003.

THOMAS LAWRENCE, Incorporator

ORACE J. JONES, Incorporato

STATE OF FLORIDA COUNTY OF LAKE

THE FOREGOING INSTRUMENT was acknowledged before me this 22nd day of May, 2003 by THOMAS LAWRENCE, who provided a Florida driver's license as identification.

Notary Public

JOANN MAGEE
MY COMMISSION # CC 914645
EXPIRES: June 18, 2004
Bonded Thru Notary Public Underwriters

STATE OF FLORIDA COUNTY OF LAKE

THE FOREGOING INSTRUMENT was acknowledged before me this 22nd day of May, 2003 by HORACE J. JONES, who provided a Florida driver's license as identification.

Notary/Public

JOANN MAGEE
MY COMMISSION # CC 914645
EXPIRES: June 18, 2004
Bonded Thru Notary Public Underwriters

PAGE 3

TO MAY 23 PM 12:

ACCEPTANCE OF INITIAL REGISTERED AGENT

OF

Picture Perfect Landscaping & Irrigation Contractors, Inc.

I HEREBY ACCEPT the position as initial registered agent of this corporation at 401 **Deidrich Street, Eustis, Florida 32726**, 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 22nd day of May, 2003.

HORACE J. JONES 'Initial Registered Agent

STATE OF FLORIDA COUNTY OF LAKE

THE FOREGOING INSTRUMENT was acknowledged before me on the 22nd day of May, 2003, by HORACE J. JONES, who provided a Florida driver's license as identification.

Notary/Public

JOANN MAGEE
MY COMMISSION # CC 914645
EXPIRES: June 18, 2004
Sonded Thru Notary Public Underwriters