

PD3000079077

EFFECTIVE DATE
7-15-03

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

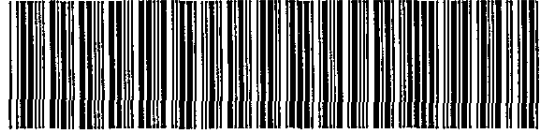
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03 JUL 17 PM 5:54
SECRETARY OF STATE
TALLAHASSEE FLORIDA

July 15, 2003

Divisions of Corporations
PO Box 6327
Tallahassee, Fl 32314

RE: Monkey Business Enterprises, Inc
PNP Lawn, Inc

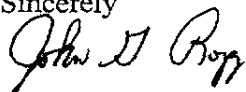
Sir or Madam:

Enclosed are the incorporation documents for the above Corporations. Also enclosed is our check for \$ 140.00 to cover the fees. Please forward these papers to:

TJ Ropp Accounting Services Inc
3202 N Tamiami Trail
Suite B
Sarasota, Fl 34234

Thank you and if you have any questions please feel free to contact us at 941-355-9781.

Sincerely


John G Ropp

EFFECTIVE DATE
7-15-03

ARTICLE I - Name

The name and address of the Corporation is:

Monkey Business Enterprises, Inc.
161 Alligator Drive
Venice, FL 34293

ARTICLE II - Existence

This Corporation shall commence existence on the date of execution and acknowledgement of these articles.

ARTICLE III - Purpose

The general purpose for which this Corporation is organized shall be the transacting of any or all lawful business which corporations may be incorporated under the provisions of Chapter 607, Florida Statutes.

ARTICLE IV - Capital Stock

This Corporation is authorized to issue 500 shares of common stock, each having a par value of \$ 1.00.

ARTICLE V - Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 161 Alligator Drive, Venice, Fl. 34293 and the name of the initial registered agent of this Corporation at that address is Paul Poth.

ARTICLE VI - Initial Board of Directors

This Corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by the By-Laws, but there shall always be at least one director. The name and address of the initial directors are:

Paul Poth

161 Alligator Drive, Venice, FL 34293

ARTICLE VII – Incorporator

The name and address of the person signing these Articles of Incorporation is: Paul Poth, 161 Alligator Drive, Venice, FL 34293.

ARTICLE VIII – By-Laws

The power to adopt, alter, amend or repeal By-Laws of this Corporation shall be vested in either the Board of Directors, or the Shareholders; provided, however, the Board of Directors may not alter, amend or repeal any By-Laws adopted by the Shareholders if the Shareholders specifically provide that the By-Law is not subject to alteration, amendment or repeal by the Board of Directors.

ARTICLE IX – Idemnification

This Corporation shall idemnify any officer or director, or any former officer or director, to the full extent permitted by law.

Paul Poth / Melena Poth P.O.A.
PAUL POTH

STATE OF FLORIDA

County of Sarasota

The foregoing instrument was acknowledged before me on this 15th day
July 2003.



John G Ropp
My Commission CC993818
Expires January 15, 2005

John G Ropp

ACCEPTANCE

The undersigned, having been designated in the foregoing Articles of Incorporation as Registered Agent, hereby agrees to accept said designation.

Paul Poth / Melena Poth P.O.A.
PAUL POTH

GENERAL POWER OF ATTORNEY

I, Paul F. Poth, residing at 161 Alligator Drive, Venice, Florida 34293, hereby appoint Melena K. Poth of 161 Alligator Drive, Venice, Florida 34293, as my Attorney-in-Fact ("Agent").

I hereby revoke any and all general powers of attorney and special powers of attorney that previously have been signed by me. However, the preceding sentence shall not have the effect of revoking any powers of attorney that are directly related to my health care that previously have been signed by me.

My Agent shall have full power and authority to act on my behalf. This power and authority shall authorize my Agent to manage and conduct all of my affairs and to exercise all of my legal rights and powers, including all rights and powers that I may acquire in the future. My Agent's powers shall include, but not be limited to, the power to:

1. Open, maintain or close bank accounts (including, but not limited to, checking accounts, savings accounts, and certificates of deposit), brokerage accounts, and other similar accounts with financial institutions.
 - a. Conduct any business with any banking or financial institution with respect to any of my accounts, including, but not limited to, making deposits and withdrawals, obtaining bank statements, passbooks, drafts, money orders, warrants, and certificates or vouchers payable to me by any person, firm, corporation or political entity.
 - b. Perform any act necessary to deposit, negotiate, sell or transfer any note, security, or draft of the United States of America, including U.S. Treasury Securities.
 - c. Have access to any safe deposit box that I might own, including its contents.
2. Sell, exchange, buy, invest, or reinvest any assets or property owned by me. Such assets or property may include income producing or non-income producing assets and property.
3. Purchase and/or maintain insurance, including life insurance upon my life or the life of any other appropriate person.
4. Take any and all legal steps necessary to collect any amount or debt owed to me, or to settle any claim, whether made against me or asserted on my behalf against any other person or entity.
5. Enter into binding contracts on my behalf.

6. Exercise all stock rights on my behalf as my proxy, including all rights with respect to stocks, bonds, debentures or other investments.
7. Maintain and/or operate any business that I may own.
8. Employ professional and business assistance as may be appropriate, including attorneys, accountants, and real estate agents.
9. Sell, convey, lease, mortgage, manage, insure, improve, repair, or perform any other act with respect to any of my property (now owned or later acquired) including, but not limited to, real estate and real estate rights (including the right to remove tenants and to recover possession). This includes the right to sell or encumber any homestead that I now own or may own in the future.
10. Prepare, sign, and file documents with any governmental body or agency, including, but not limited to, authorization to:
 - a. Prepare, sign and file income and other tax returns with federal, state, and local and other governmental bodies.
 - b. Obtain information or documents from any government or its agencies, and negotiate, compromise, or settle any matter with such government or agency (including tax matters).
 - c. Prepare applications, provide information, and perform any other act reasonably requested by any government or its agencies in connection with governmental benefits (including military and social security benefits).

This Power of Attorney shall be construed broadly as a General Power of Attorney. The listing of specific powers is not intended to limit or restrict the general powers granted in this Power of Attorney in any manner.

Any power or authority granted to my Agent under this document shall be limited to the extent necessary to prevent this Power of Attorney from causing (i) my income to be taxable to my Agent, (ii) my assets to be subject to a general power of appointment by my Agent, and (iii) my Agent to have any incidents of ownership with respect to any life insurance policies that I may own on the life of my Agent.

My Agent shall not be liable for any loss that results from a judgment error that was made in good faith. However, my Agent shall be liable for willful misconduct or the failure to act in good faith while acting under the authority of this Power of Attorney.

I authorize my Agent to indemnify and hold harmless any third party who accepts and acts under this document.

My Agent shall not be entitled to any compensation, during my lifetime or upon my death, for any services provided as my Agent. My Agent shall be entitled to reimbursement of all reasonable expenses incurred in connection with this Power of Attorney.

My Agent shall provide an accounting for all funds handled and all acts performed as my Agent, if I so request or if such a request is made by any authorized personal representative or fiduciary acting on my behalf.

This Power of Attorney shall become effective immediately, and shall not be affected by my disability or lack of mental competence, except as may be provided otherwise by an applicable state statute. This is a Durable Power of Attorney. This Power of Attorney shall continue effective until my death. This Power of Attorney may be revoked by me at any time by providing written notice to my Agent.

Dated May 8, 2002 at Venice, Florida.

Signature:



Paul F. Poth

Josephine Sardinias
Witness Signature JOSEPHINE SARDINAS

Amy Creager
Witness Signature Amy Creager

State of Florida

County of SARASOTA

The foregoing instrument was acknowledged before me this 8th day of may, ~~2002~~ by Paul F. Poth, _____, and _____, who are personally known to me or who have produced FLORIDA DRIVERS LICENSE as identification.

Cheryl A. Hamish
Signature of person taking acknowledgement

Cheryl A. Hamish
Name typed, printed or stamped

NOTARY
Title or rank



Cheryl A. Hamish
MY COMMISSION # CC939625 EXPIRES
May 24, 2004
BONDED THRU TROY FAIR INSURANCE, INC.

Serial number (if applicable)