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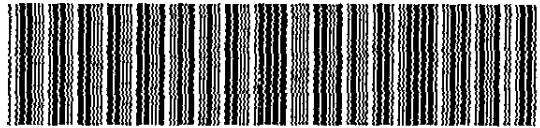
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*162-21261*  
*1003-23457*

**CHRISTOPHER K. REED**  
P.O. BOX 893  
UMATILLA, FLORIDA 32784  
352-669-8963

August 12, 2003

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Fl 32314

SUBJECT: REED'S LAWN CARE, INC.

Enclosed are an original and one (1) copy of the articles of incorporation and a check for \$87.50 for Filing Fee, Certified Copy and Certificate of Status.

FROM: CHRISTOPHER K. REED  
Name

240 PALM COURT DRIVE  
Street Address

P.O. Box 893  
Mailing Address

UMATILLA, FL 32784  
City, State & Zip

352-669-8963  
Daytime Telephone



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

August 18, 2003

CHRISTOPHER K. REED  
240 PALM COURT DRIVE  
P.O. BOX 893  
UMATILLA, FL 32784

SUBJECT: REED'S LAWN CARE, INC.  
Ref. Number: W03000023457

We have received your document for REED'S LAWN CARE, INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

The document number of the name conflict is L02000021261.

If you have any further questions concerning your document, please call (850) 245-6934.

Loria Poole  
Document Specialist  
New Filings Section

Letter Number: 903A00046817

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Aug 23 PM 3:48

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
03 AUG 28 PM 2:52

ARTICLES OF INCORPORATION

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, adopt the following Articles of Incorporation for such Corporation.

ARTICLE I

The name of the corporation is:

Reed's Lawn Care Service, Inc.

ARTICLE II

The period of duration of the corporation is perpetual.

ARTICLE III

The purpose or purposes for which the corporation is organized are to engage in any activity or business permitted under the Laws of the United States of America and the State of Florida.

ARTICLE IV

Number. The aggregate number of shares that the corporation shall have the authority to issue is 10,000 shares of Capital Stock with a value of \$1.00 per share.

ARTICLE V

Initial issue. 1,000 shares of the capital stock of the corporation shall be issued for cash at a value of \$1.00 per share.

Stated Capital. The sum of the value of all shares of Capital Stock of the

corporation that have been issued shall be the stated capital of the corporation at any particular time.

Dividends. The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the corporation.

No classes of stocks. The shares of the corporation are not to be divided into classes.

No share in series. The corporation is not authorized to issue shares in series.

#### ARTICLE VI

The initial street address in Florida of the initial registered office of the Corporation, which is also the principal office of the corporation, is 240 Palm Court Drive, Umatilla, Florida 32784, and the name of the initial registered agent at such address is Christopher K. Reed.

#### ARTICLE VII

The initial Board of Directors shall consist of two (2) members, who need not be residents of the State of Florida or shareholders of the corporation.

#### ARTICLE VIII

The names and addresses of the persons who shall serve as Directors until the first annual meeting of shareholders, or until their successors shall have been elected and qualified, are as follows:

<u>Name</u>	<u>No. and Street</u>	<u>City State Zip Code</u>
Christopher K. Reed	240 Palm Court Drive	Umatilla, Florida 32784
Denise E. Reed	240 Palm Court Drive	Umatilla, Florida 32784

ARTICLE IX

The names and addresses of the initial incorporators are as follows:

<u>Name</u>	<u>No. and Street</u>	<u>City State Zip Code</u>
Christopher K. Reed	240 Palm Court Drive	Umatilla, Florida 32784
Denise E. Reed	240 Palm Court Drive	Umatilla, Florida 32784

ARTICLE X

An affirmative vote of a majority of the shares of the corporation shall be required for any shareholder action.

ARTICLE XI


The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a stockholders meeting, with not less than a majority vote of the common stock.

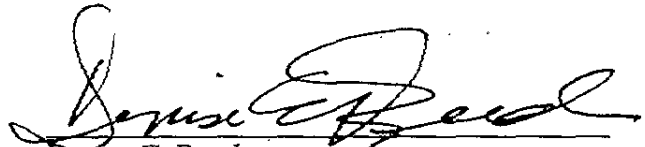
ARTICLE XII

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of the corporation as may be issued for money (money, or any property or services) from time to time, in addition to that stock authorized (and issued) by the corporation. The preemptive right of any holder is determined by the ratio of the authorized (authorized and issued) shares of common stock held by the holder all shares of common stock currently authorized (authorized and issued).

IN WITNESS WHEREOF, the undersigned have made and subscribed of these Articles of Incorporation at Umatilla, Florida, on the 12<sup>th</sup> day of August, A.D. 2003.

Incorporators

  
Christopher K. Reed


  
Denise E. Reed

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: Reed's Lawn Care Service, Inc.
2. The name and address of the registered agent and office is:

Christopher K. Reed, 240 Palm Court Drive, Umatilla, Florida 32784.

  
\_\_\_\_\_  
Christopher K. Reed, President

August 12, 2003

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES OF MY POSITION AS REGISTERED AGENT.

  
\_\_\_\_\_  
CHRISTOPHER K. REED, REGISTERED  
AGENT

AUGUST 12, 2003

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
03 AUG 28 PM 2:52