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(Requestor's Name)

ROBERTS & LAW, P. A.

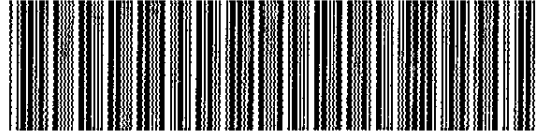
ATTORNEYS AT LAW

250 S. MAIN AVENUE

P.O. BOX 57

GROVELAND, FLORIDA 34736-0057

(Address)



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(City/State/Zip/Phone #)

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ARTICLES OF INCORPORATION
OF
GRINER'S LANDSCAPE, INC.

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The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby set forth their intention to form a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation is GRINER'S LANDSCAPE, INC.

ARTICLE II

This corporation shall exist perpetually.

ARTICLE III

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE IV

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE V

The registered office of this corporation in the State of Florida is 7706 State Road 33, Clermont, Florida. The Registered Agent for this corporation at this address is SHIRLEY L. GRINER. The Board of Directors may from time to time move the registered office to any other address in Florida.

ARTICLE VI

The corporation shall have two directors initially, whose name and address are:

SHIRLEY L. GRINER, 7706 State Road 33, Clermont, FL 34711

DANIEL P. KEATING, 6629 Lake Erie Road, Groveland, FL 34736.

ARTICLE VII

The names and addresses of the incorporators of this corporation are:

SHIRLEY L. GRINER, 7706 State Road 33, Clermont, FL 34711

DANIEL P. KEATING, 6629 Lake Erie Road, Groveland, FL 34736.

ARTICLE VIII

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a three-quarters majority of the stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

ARTICLE IX

Shares of stock in this corporation may be transferred only as provided in the By-Laws of the corporation existing and in force at the time such transfer is desired.


SHIRLEY L. GRINER


DANIEL P. KEATING

STATE OF FLORIDA
COUNTY OF LAKE

I HEREBY CERTIFY THAT ON THIS DAY BEFORE ME, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared SHIRLEY L. GRINER and DANIEL P. KEATING, who are

personally known to me, who are the incorporators in the foregoing Articles of Incorporation, and acknowledged that they subscribed to these Articles of Incorporation.

WITNESS my hand and seal in the County and State named above this 20th day of November, 2003.

Beverly S. Staples
Notary Public



Beverly S. Staples
MY COMMISSION # DD170446 EXPIRES
January 15, 2007
SIGNED BY: ROY PAW INSURANCE INC

**STATE OF FLORIDA
DEPARTMENT OF STATE**

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED AND NAMES AND ADDRESSES OF THE OFFICERS AND DIRECTORS.

The following is submitted, in compliance with Chapter 607.034, Florida Statutes:


GRINER'S LANDSCAPE, INC., a corporation organized (or organizing) under the laws of the State of Florida, with its principal office at 7706 State Road 33, Clermont, Florida 34711, County of Lake, State of Florida, has named SHIRLEY L. GRINER, located at 7706 State Road 33, Clermont, Florida as its agent to accept service of process within this state.

OFFICERS:

Name	Title	Specific Address
SHIRLEY L. GRINER	President/Treasurer	7706 State Road 33 Clermont, FL 34711
DANIEL P. KEATING	Vice President/Secretary	6629 Lake Erie Road Groveland, FL 34736


DIRECTORS:

Name	Specific Address
SHIRLEY L. GRINER	7706 State Road 33 Clermont, FL 34711
DANIEL P. KEATING	6629 Lake Erie Road Groveland, FL 34736

BY: 
SHIRLEY L. GRINER
Corporate Officer

ACCEPTANCE:

I agree as Registered Agent to accept service of process; to keep office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in the office as required by law.

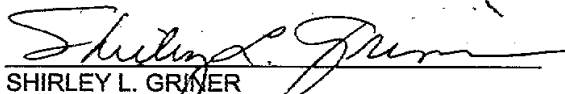

SHIRLEY L. GRINER
Registered Agent

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TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/ REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501,
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 GRINER'S LANDSCAPE, INC.
2. The name and address of the registered agent and office is SHIRLEY L.
GRINER, 7706 State Road 33, Clermont, Florida 34711. 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 obligations of my position as registered agent.


SHIRLEY L. GRINER
Registered Agent

Date: _____

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TALLAHASSEE, FLORIDA