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Florida Department of State  
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01-01-04

From:

Account Name : NAMS  
Account Number : 073313002424  
Phone : (407)869-5766  
Fax Number : (407)869-5207

**FLORIDA PROFIT CORPORATION OR P.A.**

**Lawn Gevity Commercial Maintenance, Inc.**

Certificate of Status	0
Certified Copy	0
Page Count	05
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03 DEC 19 AM 8:30  
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**ARTICLES OF INCORPORATION**  
**OF**  
**Lawn Gevity Commercial Maintenance, Inc.**  
**A CLOSE CORPORATION**

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

**ARTICLE I NAME**

The name of the corporation shall be:

**Lawn Gevity Commercial Maintenance, Inc.**

The principal address of the corporation shall be:

9641 McNorton Rd.  
Altamonte Springs, FL 32714

**ARTICLE II NATURE OF BUSINESS**

The corporation is in the business of lawn and exterior maintenance. In addition, the corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

**ARTICLE III STOCK**

3.1 The corporation shall authorize a total of 1000 shares of stock having a par value of one dollar.

3.2 The corporation shall authorize only one class of stock.

3.3 All of the corporations' issued stock, exclusive of treasury shares, shall be held of record by not more than seventy-five (75) persons.

3.4 Each stockholder shall offer to the corporation or to the other stockholders of the corporation a, thirty (30) day "right of first refusal" option to purchase his/her stock should he/she elect to sell the stock.

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3.5 The corporation shall make no offering of any of its stock of which would constitute a public offering within the meaning of the United States Securities Act of 1933, as it may be amended from time to time.

#### **ARTICLE IV TERMS OF EXISTENCE**

This corporation shall exist perpetually beginning January 1, 2004.

#### **ARTICLE V OFFICERS AND DIRECTORS**

President - Henry B. Welker  
Secretary - Henry B. Welker  
Treasurer - Henry B. Welker  
Vice- President - Randall P. Welker

#### **ARTICLE VI INCORPORATOR**

The name and address of the incorporator of these articles of incorporation is:

Henry B. Welker  
9641 McNorton Rd.  
Altamonte Springs, FL 32714

#### **ARTICLE VII LIABILITY WAIVER**

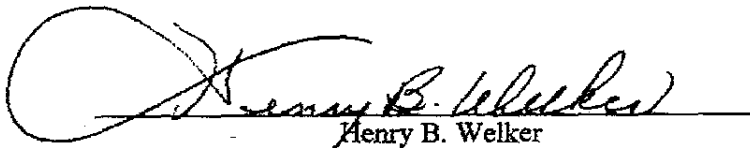
No person who is or formerly was an Incorporator, Director, Officer, or Registered Agent of the corporation shall have any liability to the corporation or to any stockholder of the corporation for money damages in connection with any action, or failure to act in his capacity as an Incorporator, Director, Officer, or Registered Agent: provided however, that nothing contained herein shall restrict or limit the liability of any person (a) to the extent that it is proved that such person received an improper benefit of profit in money, property or services, or (b) to the extent that a judgment or other final adjudication adverse to such person is entered in the proceeding that such person's action or failure to act, was the result of active and deliberate dishonesty and was material to the cause of action adjudicated in the proceeding.

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IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on December 19, 2003.

**SIGNATURE OF INCORPORATOR:**

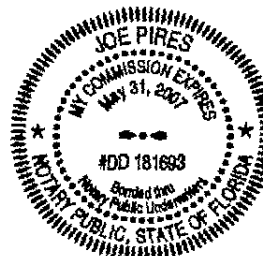
  
Henry B. Welker

State of Florida, County of Seminole

The foregoing instrument was acknowledged and sworn to before me on December 19, 2003, by: Henry B. Welker, the Incorporator of Lawn Gevity Commercial Maintenance, Inc. who was identified by a drivers license from the state of Florida bearing the number W426-382-52-188-0.

  
NOTARY PUBLIC

My commission expires:



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**CERTIFICATE DESIGNATING  
REGISTERED AGENT/REGISTERED OFFICE FOR  
Lawn Gevity Commercial Maintenance, Inc.**

Pursuant to the provisions of Section 607.325, 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:

**Lawn Gevity Commercial Maintenance, Inc.**

2. The name and address of the registered agent and office is:

Henry B. Welker  
9641 McNorton Rd.  
Altamonte Springs, FL 32714

Signature:

 12/19/2003  
INCORPORATOR DATE

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and obligations of Section 607.325, Florida Statutes.

Signature:

 12/19/2003  
REGISTERED AGENT DATE

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