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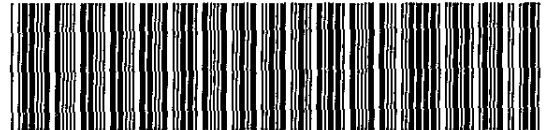
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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

FILED

03 DEC 19 PM 3:44

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 368373 4355221

AUTHORIZATION :

COST LIMIT : \$ PPD

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ORDER DATE : December 19, 2003

ORDER TIME : 11:51 AM

ORDER NO. : 368373-005

CUSTOMER NO: 4355221

CUSTOMER: George G. Collins, Jr.  
Collins Brown Caldwell  
Barkett & Garavaglia  
756 Beachland Boulevard

Vero Beach, FL 32963  
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DOMESTIC FILING

NAME: COUSINS LANDSCAPE SOLUTIONS OF  
VERO BEACH, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP  
       ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Troy Todd - EXT. 1140

EXAMINER'S INITIALS: \_\_\_\_\_

## ARTICLES OF INCORPORATION

OF

COUSINS LANDSCAPE SOLUTIONS OF VERO BEACH, INC.

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SECRETARY OF STATE

### ARTICLE I - NAME

The name of this corporation is COUSINS LANDSCAPE SOLUTIONS OF  
VERO BEACH, INC.

### ARTICLE II - DURATION

This corporation shall have perpetual existence unless sooner dissolved  
according to law.

### ARTICLE III - PURPOSE

The corporation is organized for the purpose of transacting any or all lawful  
business.

### ARTICLE IV - CAPITAL STOCK

The amount of capital stock authorized for the corporation is a maximum of  
seven thousand five hundred (7,500) shares of common stock having a par value of One  
Dollar (\$1.00) per share and which shall be issued as fully paid and nonassessable. The  
stock of this corporation shall be so assigned, issued, and transferred only in accordance  
with such By-Laws as the corporation shall from time to time make, change, or alter with  
a lien reserved in favor of the corporation upon all of its capital stock for any indebted-  
ness which may at any time be due by the holder of the same unto the corporation.

#### **ARTICLE V - INITIAL REGISTERED AGENT**

The name of the initial Registered Agent of this corporation is:

George G. Collins, Jr.  
756 Beachland Boulevard  
Vero Beach, Florida 32963

#### **ARTICLE VI - PRINCIPAL OFFICE**

The principal office and mailing address of the corporation is:

1130 7th Court  
Vero Beach, Florida 32960

#### **ARTICLE VII - INITIAL BOARD OF DIRECTORS/OFFICERS**

The number of Directors of this corporation shall be not less than one (1) nor more than five (5). The names and addresses of the initial directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Peter Jeffrey Austin	1130 7th Court Vero Beach, FL 32960	President/Treasurer
David E. Kuzawa	1130 7th Court Vero Beach, FL 32960	Vice President
Steven J. Chilberg	1130 7th Court Vero Beach, FL 32960	Secretary

#### **ARTICLE VIII - INCORPORATION**

The names and addresses of the persons signing these Articles are:

Steven J. Chilberg	1130 7th Court Vero Beach, FL 32960
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## **ARTICLE IX**

The corporation or the stockholders may include in their agreement between themselves the following as valid matters of agreement:

- A. Any limitation or restraint upon the transferability, alienation, or assignment of stock;
- B. Any limitation or restraint upon the encumbrance or pledge of stock;
- C. Any agreements conferring pre-emptive rights of purchase upon stockholders as conditions precedent to the sale of any stock;
- D. Management agreements, solicitation agreements or other employment agreements with persons who may or may not be stockholders; and
- E. Any and all such agreements as may be reasonably necessary in the ownership, conduct or furtherance of the business of the corporation and to implement the said agreement by By-Laws of the corporation.

## **ARTICLE X - INDEMNIFICATION**

The corporation shall indemnify any officer or Director or any former officer or director, to the full extent permitted by law.

## **ARTICLE XI - AMENDMENT**

The corporation reserves the right to amend, alter, change, or repeal any provisions contained in this Certificate of Articles of Incorporation in the manner now or hereafter prescribed by applicable provision of law, and all rights and powers conferred

upon stockholders, directors, and officers are subject to this reserved power.

IN WITNESS WHEREOF, the undersigned subscribers have executed  
these Articles of Incorporation, this 17 day of DECEMBER 2003.

  
\_\_\_\_\_  
Steven J. Chilberg

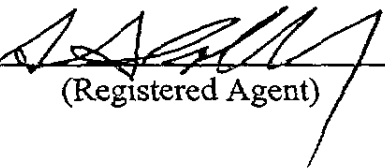
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuant of Chapter 607.0501, Florida Statutes, the following is submitted, in compliance with said Act:

First--That COUSINS LANDSCAPE SOLUTIONS OF VERO BEACH, INC desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Vero Beach, County of Indian River, State of Florida, has named GEORGE G. COLLINS, JR., located at 756 Beachland Boulevard, City of Vero Beach, County of Indian River, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place designated by this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By:   
(Registered Agent)

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