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June 18, 2004

Department of State, Division of Corporations Post Office Box 6327 Tallahassee, FL 32314

RE: Corporation Filings

Ladies and Gentlemen:

Please find enclosed for filing one original and one copy of the Articles of Amendment to the Articles of Incorporation for the following Corporations:

Stacey Allen Rennick, Inc. Unique Landscaping of Sarasota, Inc.

Also enclosed is two checks totaling the amount of \$ 140.00 as the appropriate filing fee.

Please return the copy, stamped to show the date of filing, to the undersigned.

Sincerely,

Langdon Accounting & Tax Service, Inc.

Attn: Dr. Allen E. Langdon

P.O. Box 850

Osprey, FL 34229-0850

# ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

FILED

04 JUN 21 PM 2:55

ALLAHASSEE, FLORIDA

### Unique Landscaping of Sarasota, Inc.

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida Corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: The following amendments are hereby repealed and removed from the original Articles of Incorporation of the Corporation:

#### ARTICLE 9. INITIAL BOARD OF DIRECTORS.

**SECOND:** The following amendments hereby replace or are added to the Articles of Incorporation of the Corporation:

#### **ARTICLE 9. - INITIAL BOARD OF DIRECTORS**

The Corporation shall have Two (2) Directors and Three (3) Officers initially. The number of Directors or Officers may be either increased or diminished from time to time by the Bylaws, but shall never be less than one. The name and address of the initial Directors and Officers of this Corporation are:

Darren J. Miller – Director, CEO
David J. Simons – Director, COO
Dane E. Martinez – President
Donald A. McEachern – Treasurer
Alex K. Horony - Secretary
7015 Wild Horse Circle
Sarasota, Florida 34241-9609

THIRD: CLARIFICATION: The Articles of Incorporation of Unique Landscaping of Sarasota,

Inc. should read in its entirety as follows:

#### **ARTICLE 1. - NAME**

The name of the Corporation is Unique Landscaping of Sarasota, Inc..

#### **ARTICLE 2. - PRINCIPAL OFFICE**

The principal office of the Corporation shall initially be at 7015 Wild Horse Circle, Sarasota, Florida 34241-9609. The Corporation may change its principal office from time to time as permitted by law.

#### **ARTICLE 3. - MAILING ADDRESS**

The initial mailing address of the Corporation shall be 7015 Wild Horse Circle, Sarasota, Florida 34241-9609. The Corporation may change its mailing address from time to time as permitted by law.

#### **ARTICLE 4. - PURPOSE**

This Corporation is organized for the purpose of transacting any and all lawful business.

#### **ARTICLE 5. - POWERS**

This Corporation shall have all of the powers enumerated in the Florida General Corporation Act.

#### ARTICLE 6. - SHARES [CAPITAL STOCK]

This Corporation is authorized to issue 1,000 Shares of Voting Common Stock with a Par Value of \$1.00 per Share.

#### **ARTICLE 7. - PREEMPTIVE RIGHTS**

The Corporation elects to have preemptive rights.

The holders of the common stock of the Corporation shall have the preemptive right to purchase, upon such price, terms and conditions as shall be fixed by the Board of Directors, such of the shares of the common stock of the Corporation as may be issued from time to time over and above the issue of the

first shares of the common stock of the Corporation which have never previously been sold or issued. Such preemptive right shall apply to such shares whether such additional shares constitute a part of the shares presently or subsequently authorized or constitute shares held in the treasury of the Corporation and shall be exercised in the respective ratio with the number of shares held by each stockholder at the time of such issue bears to the total number of shares outstanding in the names of all stockholders at such time.

#### ARTICLE 8. - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 125 First Avenue, Nokomis, FL 34275, and in the name of the initial registered agent of this Corporation at that address is Allen E. Langdon.

#### **ARTICLE 9. - INITIAL BOARD OF DIRECTORS**

The Corporation shall have Two (2) Directors and Three (3) Officers initially. The number of Directors or Officers may be either increased or diminished from time to time by the Bylaws, but shall never be less than one. The name and address of the initial Directors and Officers of this Corporation are:

Darren J. Miller - Director, CEO
David J. Simons - Director, COO
Dane E. Martinez - President
Donald A. McEachern - Treasurer
Alex K. Horony - Secretary
7015 Wild Horse Circle
Sarasota, Florida 34241-9609

#### **ARTICLE 10. - INCORPORATOR**

The name and address of the Incorporator is:

Darren J. Miller
7015 Wild Horse Circle
Sarasota, Florida 34241-9609

#### ARTICLE 11. - CUMULATIVE VOTING

All Shareholders are entitled to a cumulate their votes for Directors.

At each election for Directors, every Shareholder entitled to vote in the election shall have the right to cumulate his votes by giving one candidate as many votes as the number of Directors to be elected at that time multiplied by the number of his shares, or by distributing the votes on the same principal among any number of candidates.

#### **ARTICLE 12. - INDEMNIFICATION**

All Officers and Directors shall be indemnified by the Corporation to the fullest extent permitted by law against all expenses and liabilities, including attorney's fees reasonable incurred in connection with any threatened, pending or completed action, suit or proceeding or settlement thereof in which they may become involved as a party or otherwise by reason of holding such office. The Corporation may purchase and maintain insurance on behalf of all Officers and Directors against any liability asserted against them or incurred by them in their capacity as Officers and Directors or arising out of their status as such.

#### ARTICLE 13. - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in the Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

#### FOURTH: Acceptance:

The undersigned, being all of the Officers, Directors, and Stockholders of the Corporation, have

executed these Articles of Amendment to Articles of Incorporation as of this 18th day of June, 2004.

Darren J. Miller / Director, CEO, & Stockholder

Dane E. Martinez / President & Stockholder

Alex K. Horony / Secretary & Stockholder

David J. Simons /

Director, COO

& Stockholder

Donald A. McEachern/Treasurer, &

& Stockholder

#### STATE OF FLORIDA

#### COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 18th day of June, 2004, by Darren J. Miller, described as the Director, CEO & Stockholder, who is personally known to me or who has produced a Driver's License as identification, and who did take an oath.

LANGOON, PH.D.

My Commission Expires: 04/28/2008

Notary Public: Allen E. Langdon, Ph.D.

Commission No: DD0278815

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 18<sup>th</sup> day of June, 2004, by David J. Simons, described as the Director, COO & Stockholder, who is personally known to me or who has produced a Driver's License as identification, and who did take an oath.

Expires 4/26/2006 ed thru (800)432-425

My Commission Expires: 04/28/2008

Notary Public: Allen E. Langdon, Ph.D.

Commission No: DD0278815



#### STATE OF FLORIDA

#### COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 18<sup>th</sup> day of June, 2004, by Dane E. Martinez, described as the President & Stockholder, who is personally known to me or who has produced a Driver's License as identification, and who did take an oath.

Commil 550278815 Expires 4/25/2008 Ided thru (800)432-425

My Commission Expires: 04/28/2008

Notary Public: Allen E. Langdon, Ph.D.

formmission No: DD0278815

STATE OF FLORIDA

COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 18th day of June, 2004, by Donald A. McEachern, described as the Treasurer & Stockholder, who is personally known to me or who has produced a Driver's License as identification, and who did take an oath.

My Commission Expires: 04/28/2008

Notary Public: Allen E. Langdon, Ph.D.

Commission No: DD0278815

STATE OF FLORIDA

COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 18th day of June, 2004, by Alex K. Horony, described as the Secretary & Stockholder, who is personally known to me or who has produced a Driver's License as identification, and who did take an oath.

Comm# DD0278815

My Commission Expires: 04/28/2008

ALLEN E. LANGDON, PH.D.
Commit D00278618
Expires 4/28/2008
Bonded tiru (800)432-4254
Florida Notary Assn., inc

Notary Public: Allen E. Langdon, Ph.D.

Commission No: DD0278815

### ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT FOR

#### Unique Landscaping of Sarasota, Inc.

Having been named to accept Service of Process for the above stated Corporation, at the place designated in the Corporation's Articles of Amendment to the Articles of Incorporation, the undersigned hereby acknowledges and accepts the appointment and agrees to act in this capacity, and it further agrees to comply with the provisions of all Statutes relative to the proper and complete performance of its duties.

DATED this 18th day of June, 2004

By:

Allen E. Langdon

Registered Agent