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307 Airport Pulling Rd. North P.O. Box 7128, Naples, FL 34101 (239) 643-6263 Fax:(239)643-5243

> Attorneys at Law RICHARD D. SPARKMAN JEFFREY C. QUINN KAREN S. BEAVIN

LAW OFFICES

Sparkman & Quinn, P.A.

March 16, 2005

Corporate Records Bureau Division of Corporations Department of State Post Office Box 6327 Tallahassee, Florida 32314

Re: ROSALES LAWN SERVICE, INC.

Dear Sir:

In reference to the above, please find enclosed the following:

- 1. Articles of Incorporation of ROSALES LAWN SERVICE, INC.
- Designation of Registered Agent.
- 3. Check in the amount of \$122.50 covering the following:

a. Filing Fee \$ 35.00 b. Registered Agent Fee \$ 35.00 c. Certified Copy \$ 52.50

Please file the original, certify the copy, and return same to this office.

Sincerely,

SPARKMAN & QUINN, P.A.

JEFFR**t**/I/C/. QUINN

JCd/amp

Enclosures: (as stated)

ARTICLES OF INCORPORATION

D5 MAR 21 AM 10: 19

SECTION OF STATE TALLAHASSEE, FLORIDA

OF

ROSALES LAWN SERVICE, INC.

The undersigned subscriber, a natural person competent to contract, hereby presents these Articles of Incorporation for the formation of a corporation under the laws of the State of Florida.

ARTICLE ONE

NAME

The name of this corporation is ROSALES LAWN SERVICE, INC.

ARTICLE TWO

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DURATION

The duration of this corporation shall be perpetual.

ARTICLE THREE

PURPOSE

The purpose of this corporation is the transaction of any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE FOUR

STOCK

The corporation shall have authority to issue 7,500 shares of common stock consisting of one class only. The stock shall have a par value of \$1.00 per share.

ARTICLE FIVE

SUBSCRIBERS

The name and street address of the subscriber of the initial issue of stock under these Articles of Incorporation is Oscar Rolando Rosales, 503 Crossfield Circle, Naples, Florida 34104.

ARTICLE SIX

REGISTERED OFFICE AND REGISTERED AGENT

The street address of the registered office shall be 307 Airport Road North, Naples, Florida 34104. The name of the initial registered agent at such address shall be Jeffrey C. Quinn.

ARTICLE SEVEN

CORPORATION'S PRINCIPAL OFFICE

The corporation's principal address is 503 Crossfield Circle, Naples, Florida 34104.

ARTICLE EIGHT

MANAGEMENT

The corporation shall be managed by the shareholders of the corporation instead of a Board of Directors.

ARTICLE NINE

INCORPORATORS

The name and address of the Incorporator is Oscar Rolando Rosales, 503 Crossfield Circle, Naples, Florida 34104.

ARTICLE TEN

AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned has made and subscribed the foregoing Articles of Incorporation on this 16 day of March, 2005, in Naples, Collier County, Florida.

STATE OF FLORIDA

COUNTY OF COLLIER

Commission #DD181075 Expires: Feb 19, 2006 Bonded Thru Atlantic Bonding Co., Inc.

Before me personally appeared OSCAR ROLANDO ROSALES, known to me personally or identified to me by 160 dic # 2343 656734120 as the person described in and who executed the foregoing instrument, and acknowledge to and before me that he executed said instrument for purposes therein expressed.

WITNESS, my hand and official seal, this 100 Annette M. Parr

2005.

Printed Name

Commission No. DD181075

DESIGNATION OF REGISTERED AGENT

OSCAR ROLANDO ROSALES, the incorporator of ROSALES LAWN SERVICE, INC., INC. hereby designates JEFFREY C. QUINN of 307 Airport Road North, Naples, Florida 34104, to be the registered agent of ROSALES LAWN SERVICE, INC., INC. and he by and through this document, hereby accepts the appointment to be registered agent of ROSALES LAWN SERVICE, INC.

OSCAR ROLANDO ROSALES, Incorporator

SWORN TO and subscribed before me on this ______ day of March, 2005.

Annette M. Parr Commission #DD181075 Expires: Feb 19, 2006 Bonded Thru Atlantic Bending Co., Inc

Notary Public

Printed Name of Notary

Seal:

My Commission Expires: 4/06

WRITTEN ACCEPTANCE BY REGISTERED AGENT FOR

ROSALES LAWN SERVICE, INC.

I HEREBY am familiar with and accept the duties and responsibilities as registered agent for said corporation.

JEFFREY 6. OUINN

SWORN TO and subscribed before me on this 16 day of March, 2005.

Annette M. Parr Commission #DD 181075 Expires: Feb 19, 2006 Bonded Thru Atlantic Bonding Co., Inc.

Notary Public

Printed Name of Notary Public

Seal:

My Commission Expires: 4/19/06