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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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ARTICLES OF INCORPORATION **OF** NATURE'S WHISPER LANDSCAPE DESIGN & CONSULTING, INC

A FLORIDA CORPORATION

ARTICLE I

The name of this corporation is:

NATURE'S WHISPER LANDSCAPE DESIGN & CONSULTING, INC.

<u>ARTICLE II</u>

The purpose or purposes for which this corporation is organized is for any purpose permitted under the laws of the United States and under the laws of the State of Florida.

ARTICLE III

This corporation is authorized to issue a maximum of One Hundred (100) shares of common stock. The shares of common stock authorized shall have a par value of One and No/100 Dollars (\$100) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV

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

ARTICLE V

The initial street address and mailing address of the principal office of this corporation shall be 2916 S.W. 22d Circle, Suite 20D-1, Delray Beach, Florida 33445 and the Board of Directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VI

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The number of Directors may be altered, from time to time, by By-Laws adopted by the Duffy Natures Whisper Articles of Incorp 04-29-05

Shareholders; however, the corporation shall have no less than one (1) Director at any time.

ARTICLE VII

The name and mailing address of the first Board of Directors and officers of this corporation, who shall hold office for the first year or until their successors are chosen, shall be:

William E. Duffy, II Director, President, Secretary, Treasurer 2916 S.W. 22d Circle, Suite 20D-1 Delray Beach, Florida 33445

ARTICLE VIII

The name and address of the Subscriber of these Articles of Incorporation is as follows:

William E. Duffy, II 2916 S.W. 22d Circle, Suite 20D-1 Delray Beach, Florida 33445

ARTICLE IX

The corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

William E. Duffy, II 2916 S.W. 22d Circle, Suite 20-D1 Delray Beach, Florida 33445

ARTICLE X

The corporation's existence will commence upon the filing of the Articles of Incorporation.

ARTICLE XI

The principal business address and mailing address of the corporation is:

2916 S.W. 22d Circle, Suite 20-D1, Delray Beach, Florida 33445

THE UNDERSIGNED Incorporator, for the purpose of forming a corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true.

William E. Duffy, II, incorporator

STATE OF FLORIDA

SS.

COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgments, personally appeared William E. Duffy, to me known to be the person described in the foregoing Articles of Incorporation, and he acknowledged before me that he executed said Articles of Incorporation.

WITNESS my hand and official seal at West Palm Beach, County of Palm Beach, State of

Florida, this 30th day of April, 2005.

Notary Public, State of Florida

My Commission Expires:

Frank S. Palen
Commission # DD 065730
Repires Nov. 20, 2005
Bonded Thru
Atlantic Bonding Ca, Inc.

ACCEPTANCE OF REGISTERED AGENT

I, WILLIAM E. DUFFY, do hereby accept designation of Registered Agent for NATURE'S WHISPER LANDSCAPE DESIGN & CONSULTING, INC., A FLORIDA CORPORATION

William E. Duffy, II

Registered Agent