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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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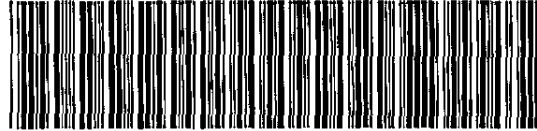
(Business Entity Name)

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2005 MAY 31 PM 3:30  
TALLAHASSEE, FLORIDA

5/31/05

LONNIE L. SIMMONS, P. A.

Attorney at Law  
Suite 302, 3000 Langley Avenue  
Pensacola, Florida 32504  
(850) 474-0886

2005 MAY 31 PM 3:30  
TALLAHASSEE FLORIDA

May 23, 2005

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

RE: Articles of Incorporation of All County Landscape & Tree Service, Inc.

Dear Sir/Madam:

I have enclosed for filing the original and one copy of the Articles of Incorporation of All County Landscape & Tree Service, Inc. I have also enclosed a check payable to the Secretary of State in the amount of \$70.00 to cover the costs of filing the Articles of Incorporation.

Please file the Articles of Incorporation and return a copy to me at the above address. If there are any problems, please do not hesitate to call. Your assistance and cooperation is appreciated.

Sincerely,



Lonnie L. Simmons

LLS\kbb

Enclosures

EFFECTIVE DATE

5/23/05

**ARTICLES OF INCORPORATION**

**OF**

**ALL COUNTY LANDSCAPE & TREE SERVICE, INC.** TALLAHASSEE, FLORIDA

2005 MAY 31 PM 3:30

We, the undersigned incorporators, hereby associate ourselves together and make, subscribe, acknowledge and file with the Secretary of State of Florida these Articles of Incorporation for the purpose of forming a Corporation for profit in accordance with the laws of the State of Florida.

**ARTICLE I - NAME**

The name of this Corporation is ALL COUNTY LANDSCAPE & TREE SERVICE, INC.

**ARTICLE II - DURATION**

This Corporation shall have perpetual existence commencing on the 23rd day of May, 2005.

**ARTICLE III - PURPOSE**

The purpose of this Corporation is to transact any or all lawful business for which Corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

**ARTICLE IV - CAPITAL STOCK**

This Corporation is authorized to issue 2,000 shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares".

#### **ARTICLE V - PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this Corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### **ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office and the principal place of business of this Corporation is 1628 Blakley Avenue, Pensacola, Florida 32507 and the name of the initial registered agent of this Corporation at that address is James Thomas Hudson.

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

This Corporation shall have one (1) director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws; however, there shall never be less than one Director nor more than five. The name and address of the initial Board of Directors of the Corporation is:

James Thomas Hudson  
2706 Graupera Street  
Pensacola, FL 32507

#### **ARTICLE VIII - INCORPORATORS**

The name and address of the Incorporator signing these articles is James Thomas Hudson, 1628 Blakley Avenue, Pensacola, Florida 32507.

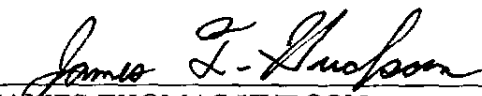
## ARTICLE IX - INDEMNIFICATION

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

## ARTICLE X - AMENDMENT

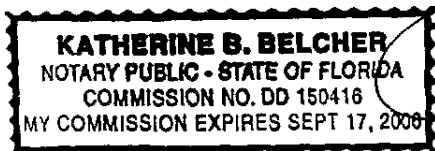
This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the Shareholders is subject to this reservation.

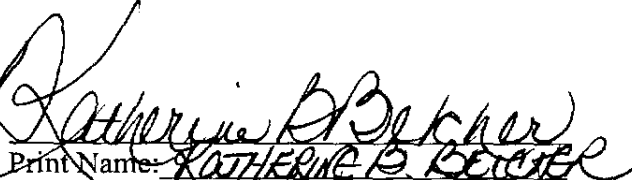
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this the 23 day of May, 2005.

  
JAMES THOMAS HUDSON -  
Incorporator

STATE OF FLORIDA       )  
                                  :  
COUNTY OF ESCAMBIA   )

The foregoing instrument was acknowledged to before me this 23 day of May, 2005,  
by JAMES THOMAS HUDSON, who is personally known to me, or who has produced  
FDID#H325-458-76-048-0 as identification.




  
Print Name: KATHERINE B. BELCHER  
Notary Public, State of Florida  
My Commission Expires: 9-17-08

**CERTIFICATE DESIGNATING REGISTERED AGENT AND  
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF  
PROCESS WITHIN FLORIDA AND ACCEPTANCE OF  
AGENT UPON WHOM PROCESS MAY BE SERVED**


In compliance with Section 48.091 and 607.0501, Florida Statutes, the following is submitted:

FIRST, that ALL COUNTY LANDSCAPE & TREE SERVICE, INC. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 1628 Blakley Avenue, Pensacola, Florida 32507 has named James Thomas Hudson at 1628 Blakley Avenue, Pensacola, Florida 32507, as its agent to accept service of process within Florida.

DATED May 23, 2005.

  
\_\_\_\_\_  
JAMES THOMAS HUDSON  
Incorporator

Having been named to accept service of process for the above named 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 performance of my duties.

  
\_\_\_\_\_  
JAMES THOMAS HUDSON  
Registered Agent

TALLAHASSEE, FLORIDA  
2005 MAY 31 PM 3:30