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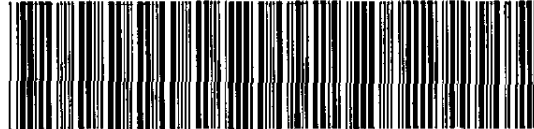
(Business Entity Name)

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CLERK OF STATE
TALLAHASSEE, FL 32301

10/20/05
BWL

Daniel J. Garwacki, CPA, P.A.



4630 Glenside Circle
Tampa, Florida 33624-4312

Phone (813)968-9101
Fax (813)265-9841

October 16, 2005

Department of State
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

Re: Incorporation of PANORAMA TREE SERVICE, INC.

Dear Sir or Madam:

Please find enclosed the following documents with regard to the above corporation:

1. Two (2) originals of the Articles of Incorporation - one for filing with the State, and the other for certification and return to the address listed on this letterhead.

2. Two (2) originals of the Certificate Designating Registered Agent; and

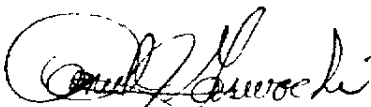
3. Check made payable to the Secretary of State in the amount of \$78.75 to cover the following costs:

a. Filing Fee	\$35.00
b. Certified Copy	8.75
c. Registered Agent Designation	<u>35.00</u>
Total	\$78.75

Request date of incorporation as October 15, 2005.

Thank you for processing the above enclosures. Please do not hesitate to contact me should you have any questions.

Best Regards,



Daniel J. Garwacki, CPA

Enclosures

cc: Tony E. Padgett

**ARTICLES OF INCORPORATION
OF
PANORAMA TREE SERVICE, INC.**

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05 OCT 19 AM 8:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE I
NAME**

The name of the Corporation is **PANORAMA TREE SERVICE, INC.** The address of the Corporation is 10401 Sedgebrook Drive, Riverview, Florida 33569-5799.

**ARTICLE II
DURATION**

The Corporation shall have perpetual existence.

**ARTICLE III
PURPOSE**

The Corporation is organized for the following purposes: to engage in the business of providing tree pruning, gardening, and lawn care services; to engage in any activity or business incidental to or related to the above purposes; to acquire and hold stock in any corporation; to engage in joint ventures and partnerships, as a *limited or general partner*; to acquire, own hold manage, mortgage, improve, lease, sell, exchange, transfer, and otherwise deal with real, personal, and intangible property wherever situate; to carry out the said purposes in any State, territory, district, or possession of the United States, or in any foreign country; and to engage in any other State or foreign country.

**ARTICLE IV
CAPITAL STOCK**

The Corporation is authorized to issue 7500 shares of capital stock of the par value of One Dollar (\$1.00) per share which shall be designated "Common Shares", and all of which shall have the same rights and privileges.

**ARTICLE V
PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of the Corporation of the same kind, class or series as that which he already holds, 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 of the Corporation is 10401 Sedgebrook Drive, Riverview, Florida 33569-5799, and the name of the initial Registered Agent of the Corporation at that address is Tony E. Padgett.

**ARTICLE VII
INITIAL BOARD OF DIRECTORS**

The Corporation shall have one (1) director initially. The number of Directors may be either increased or diminished from time to time by the Bylaws. The name and address of the initial Director of the Corporation is:

Tony E. Padgett
10401 Sedgebrook Drive
Riverview, Florida 33569-5799

**ARTICLE VIII
INCORPORATORS**

The name and address of the person signing these Articles of Incorporation is:
Tony E. Padgett, 10401 Sedgebrook Drive, Riverview, Florida 33569-5799.

**ARTICLE IX
BYLAWS**

The power to adopt, alter, amend or repeal the Bylaws shall be vested in the Board of Directors and the Shareholders.

**ARTICLE X
INDEMNIFICATION**

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

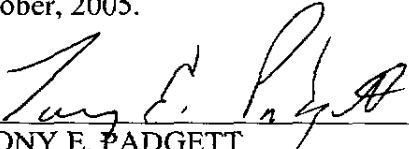
**ARTICLE XI
AMENDMENT**

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

**ARTICLE XII
EFFECTIVE DATE**

The effective date of these Articles of Incorporation shall be established with the Secretary of State as **October 15, 2005**.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 15th day of October, 2005.



TONY E. PADGETT
INCORPORATOR AND SUBSCRIBER

CERTIFICATE DESIGNATING REGISTERED AGENT FILED

05 OCT 19 AM 8:56

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

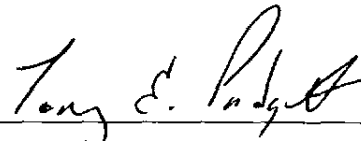
In pursuance of Chapter 48.091 and Chapter 607.0501, Florida Statutes, the following is submitted in compliance with said Act:

That **PANORAMA TREE SERVICE, INC.**, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at 10401 Sedgebrook Drive, Riverview, Florida 33569-5799, has named Tony E. Padgett, located at 10401 Sedgebrook Drive, Riverview, Florida, County of Hillsborough, Florida 33569-5799 as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of the Act relative to the proper and complete performance of my duties, and I accept the duties and obligations of Chapter 607.0501, Florida Statutes.

By: _____



TONY E. PADGETT
REGISTERED AGENT

Date: October 15, 2005