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DIVISION OF REVENUE
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02/20/06--01047--016 **78.75

W/06-8692

LAW OFFICE OF MAGDA LANZA-HUBER

*1107 E. Silver Spring Blvd.
Suite No. 2
Ocala, FL 34470*

*Tel. No (352) 629-4977
Facsimile (352) 629-6639*

February 15, 2006

Office of the Secretary of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

Re: ***TERRA SCAPES DESIGN CONCEPTS, INC..***

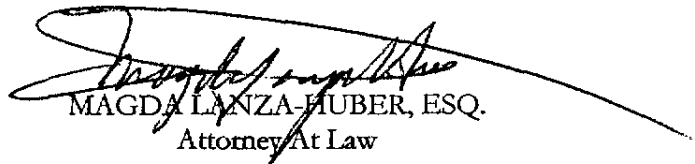
Dear Sir or Madam:

Enclosed herewith for filing please find an original and one copy of the Articles of Organization for the above corporation, a profit corporation.

Also enclosed is a check in the amount of \$78.75, representing filing fee (\$35.00), acceptance of resident agent (\$35.00), and certified copy (\$8.75).

Thank you for your assistance and cooperation in this matter. Should you have any comments or questions, please feel free to contact me.

Sincerely,


MAGDA LANZA-HUBER, ESQ.
Attorney At Law

MLH/
Enclosures, as stated above



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 21, 2006

MAGDA LANZA-HUBER, ESQ.
1107 E. SILVER SPRING BLVD.
SUITE NO. 2
OCALA, FL 34470

SUBJECT: TERRA SCAPES DESIGN CONCEPTS, INC.
Ref. Number: W06000008692

We have received your document for TERRA SCAPES DESIGN CONCEPTS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6972.

Doris Brown
Document Specialist
New Filing Section

Letter Number: 106A00012424

**ARTICLES OF INCORPORATION
OF
TERRA SCAPES DESIGN CONCEPTS, INC.**

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DIVISION OF CORPORATIONS
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The undersigned incorporators desiring to form a corporation in accordance with Chapter 607 of the Florida Statutes, adopts the following Articles of Incorporation:

**ARTICLE ONE
NAME**

The name of the corporation shall be, Terra Scapes Design Concepts, Inc.

**ARTICLE TWO
REGISTERED OFFICE AND AGENT**

The location and mailing address of the Corporation's initial registered office in Florida is:

P. O. Box 37
Anthony, FL 32617

The initial registered agent at the registered office is:

Sean A. Sullivan

The corporation's principal office and mailing address is:

15269 NE Hwy 314
Silver Springs, FL 34488

**ARTICLE THREE
PURPOSE**

The purpose for which the Corporation is organized shall be to engage in the business of landscaping design and in any other activity or business permitted under the laws of the United States, of this State, and of the business of landscaping design and any other lawful jurisdiction.

**ARTICLE FOUR
DURATION**

The term of existence of the Corporation is perpetual.

**ARTICLE FIVE
INCORPORATORS**

The names and post office addresses of the incorporators is:

Name	Address
Sean A. Sullivan	15269 NE Hwy 314 Silver Springs, FL 34488
David Shewey	15269 NE Hwy 314 Silver Springs, FL 34488

**ARTICLE SIX
DIRECTORS**

The Board of Directors shall consist of 2 members initially. The number of directors may be increased from time to time by by-laws adopted by the stockholders, but shall never be fewer than two (2). The name and address of the first Board of Directors is:

David Shewey 15269 NE Hwy 314 Silver Springs, FL 34488	President/Director
Sean A. Sullivan 15269 NE Hwy 314 Silver Springs, FL 34488	Secretary/Treasurer/Director

**ARTICLE SEVEN
CAPITAL STOCK**

The number of shares of stock that the Corporation is authorized to have outstanding is 2,000.00, all of which shall be common shares, with par value of \$1.00 per share.

**ARTICLE EIGHT
STATED CAPITAL**

The amount of capital with which the Corporation shall begin business is \$2,000.00.

**ARTICLE NINE
AMENDMENT OF ARTICLES**

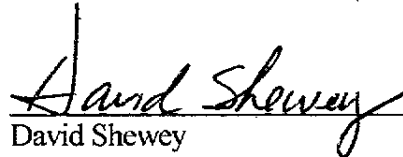
The Corporation reserves the right to amend these Articles of Incorporation at any time in a manner now or subsequently permitted by statute. Any change authorized by the holders of shares entitling them to exercise a majority of the voting power of the Corporation, or any greater number that may then be required by statute, shall be binding and conclusive on every shareholder of the Corporation as fully as if each shareholder had voted for the change. No shareholder, notwithstanding that he or she may have voted against the amendment or may have objected in writing, shall be entitled to payment of the fair cash value of his or her shares or any other rights of a dissenting shareholder.

Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the 15 day
Feb, 2006.



Sean A. Sullivan
15269 Hwy 314
Silver Springs, FL 34488




David Shewey
15269 HWY 314
Silver Springs, FL 34488

**STATE OF FLORIDA
COUNTY OF MARION**

The foregoing instrument was acknowledged before me this 25TH day of February, 2006 by David Shewey, who is personally known to me or who has produced FLDLS# 00017361376-0 as identification and who did take an oath; and Sean A. Sullivan, who is personally known to me or who has produced FLDLS 41578165435-0 as identification and did take an oath.

Print:

Signature: 
Notary Public
State of Florida At Large
Commission Expires: _____



Magda Lanza
My Commission DD104985
Expires May 03, 2008

[Seal]



Magda Lanza
My Commission DD104985
Expires May 03, 2008

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE SERVICE OF
PROCESS WITHIN THIS STATE, NAMING AN AGENT UPON WHOM PROCESS
MAY BE SERVED, AND ACCEPTANCE BY REGISTERED AGENT.**

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

That Terra Scapes Design Concepts, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the city of Ocala, County of Marion and State of Florida has named Sean Sullivan as its agent to accept service of process within this State.

ACCEPTANCE OF REGISTERED AGENT

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

I hereby am familiar with and accept the duties and responsibilities as Registered Agent.


REGISTERED AGENT

3-3-06

DATE

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