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TALLAHASSEE, FLORIDA

VH

*W. K. Lally, P. A.*  
*Attorneys at Law*

6160 ARLINGTON EXPRESSWAY  
JACKSONVILLE, FL 32211

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WILLIAM K. LALLY  
MARTHA F. LALLY

February 13, 2007

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

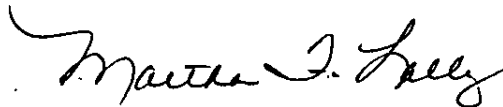
Re: Emerald Leaf Yard Care, Inc.

Dear Sir:

Enclosed please find an original and one copy of the Articles of Incorporation and Acceptance of Designation as Registered Agent for the above corporation along with my check in the amount of \$78.75 for fees and costs.

Please return a certified copy of the Articles of Incorporation to me at my address above at your earliest convenience.

Sincerely,



Martha F. Lally

mfl:  
Enclosures

**ARTICLES OF INCORPORATION**  
**OF**  
**EMERALD LEAF YARD CARE, INC.**

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TALLAHASSEE, FLORIDA

\*\*\*\*\*

The undersigned Subscriber of these Articles of Incorporation, a natural person, competent to contract, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I**

The name of this corporation shall be: EMERALD LEAF YARD CARE, INC.

**ARTICLE II**

The corporation may engage in any activity or business permitted under the laws of the United States of America and the State of Florida.

**ARTICLE III**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is Five Hundred (\$500.00) shares of common stock having a par value of One Dollar (\$1.00) per share.

**ARTICLE IV**

The amount of capital with which this corporation shall begin business is Five Hundred Dollars (\$500.00).

**ARTICLE V**

This corporation shall exist perpetually.

#### **ARTICLE VI**

The initial post office address of the principal office of this corporation in the State of Florida is 11603 Surfwood Avenue, Jacksonville, FL 32246. The Stockholders may from time to time move the principal office of the corporation to any other address in the State of Florida.

#### **ARTICLE VII**

This corporation shall have no directors and all the affairs of the corporation shall be transacted by the Stockholders thereof.

#### **ARTICLE VIII**

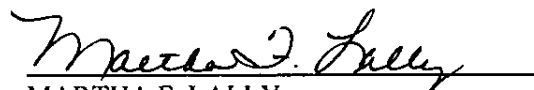
The name and post office address of the Subscriber of these Articles of Incorporation (the sum of the consideration shall not be less than the amount of capital specified in Article IV), is:

Martha F. Lally  
6160 Arlington Expressway  
Jacksonville, FL 32211

#### **ARTICLE IX**

The Registered Agent for service of process for this corporation is Martha F. Lally, Esq., 6160 Arlington Expressway, Jacksonville, FL 32211.

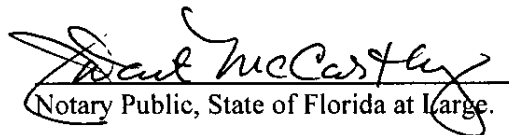
IN WITNESS WHEREOF, I, the undersigned Subscriber of these Articles of Incorporation, have hereunto set my hand and seal this 13th day of February, 2007, for the purpose of forming this corporation under the laws of the State of Florida, and I hereby make and file, in the office of the Secretary of State of Florida, this certificate of incorporation and certify that the facts therein contained are true.

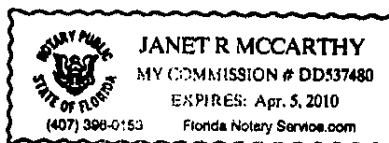
  
MARTHA F. LALLY

STATE OF FLORIDA}  
COUNTY OF DUVAL }

BEFORE ME, the undersigned authority, personally appeared MARTHA F. LALLY, who, being first duly sworn and by me well known to be the individual described in and who executed the foregoing Articles of Incorporation, acknowledged before me that she executed the same for the purposes therein expressed.

WITNESS my hand and official seal this 13th day of February, 2007.

  
Notary Public, State of Florida at Large.



ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT OF

EMERALD LEAF YARD CARE, INC.

\*\*\*\*\*

COMES NOW MARTHA F. LALLY, and accepts the designation as Registered Agent for  
EMERALD LEAF YARD CARE, INC, and would show that her office and street address as Registered  
Agent are:

6160 Arlington Expressway  
Jacksonville, FL 32211

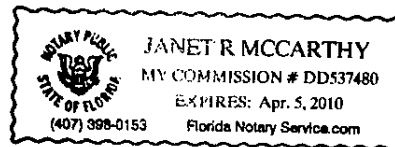
  
MARTHA F. LALLY

STATE OF FLORIDA }  
COUNTY OF DUVAL }

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being first duly sworn by me and to me well known to be the individual described in and who executed the  
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