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2009 FEB 16 PM 12:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

J. Shivers FEB 17 2009



LAW OFFICES OF  
**WILLIAM E. GOTTFRIED**  
A Professional Association

Bar Member:  
Florida  
New York  
Washington, D.C.

1435 Gulf to Bay Blvd., Suite C  
Clearwater, Florida 33755  
Telephone (727) 462-5592  
Facsimile (727) 462-5593  
Email: wgfirm@aol.com

February 9, 2009

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

Re: CRUZ'S LANDSCAPING AND LAWN CARE SERVICE, INC.

Dear Sir:

Enclosed please find the Articles of Incorporation together with the Certificate of Registered Agent for the referenced corporation with a check in the amount of \$78.75 to cover the cost of filing.

Should you have any questions, or if anything additional is required, please do not hesitate to contact me.

Sincerely,

William E. Gottfried

WEG/ad

Enclosures

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TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION**  
**OF**  
**CRUZ'S LANDSCAPING AND LAWN CARE SERVICE, INC.**

The undersigned hereby associate themselves together for the purpose of becoming a corporation for profit under the laws of the State of Florida.

**ARTICLE I**

The name of the corporation shall be:

**CRUZ'S LANDSCAPING AND LAWN CARE SERVICE, INC.**

**ARTICLE II**

The duration of this corporation is to be perpetual.

**ARTICLE III**

**Purposes**

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

**ARTICLE IV**

**Capital Stock**

The total authorized stock of this corporation shall be divided into 100 shares of common stock with a par value of \$1.00 per share. The consideration to be paid for each share shall be in money, property or services.

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TALLAHASSEE, FLORIDA

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## **ARTICLE V**

### **Registered Agent and Address**

The registered agent for this corporation and the registered address of this corporation are as follows:

RAFAEL CRUZ  
1 SOUTH DUNCAN AVENUE  
CLEARWATER, FLORIDA 33755

## **ARTICLE VI**

### **Directors and Principal Office**

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1). The name of the initial Board of Directors is RAFAEL CRUZ. The principal office is located at:

1 SOUTH DUNCAN AVENUE  
CLEARWATER, FLORIDA 33755

## **ARTICLE VII**

### ***Preemptive Rights***

Every shareholder, upon the sale for cash of any new stock of this 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 VIII**

#### **Incorporators**

The name and address of the incorporator signing these Articles of Incorporation is:

RAFAEL CRUZ  
1 SOUTH DUNCAN AVENUE  
CLEARWATER, FLORIDA 33755

### **ARTICLE IX**

#### **Indemnification**

This corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

### **ARTICLE X**

#### **Bylaws**

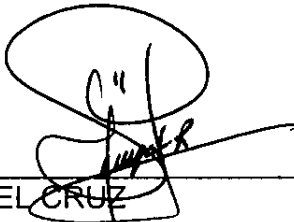
The power to adopt, alter, amend and/or repeal bylaws shall be vested in the Board of Directors and the shareholders.

### **ARTICLE XI**

#### **Amendments**

These Articles of Incorporation may be amended in a manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at the stockholders' meeting by the majority of the stockholders entitled to vote thereat.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal  
for and on behalf of the corporation and executed these Articles of Incorporation this  
11 day of February 2009.

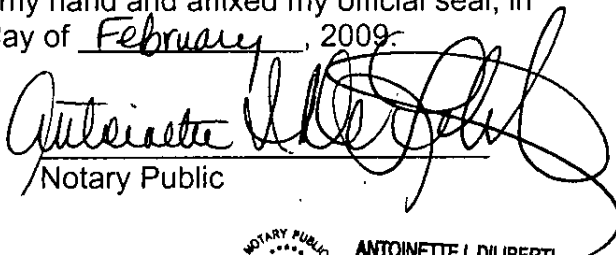
  
\_\_\_\_\_  
RAFAEL CRUZ (Seal)

STATE OF FLORIDA

COUNTY OF PINELLAS

BEFORE ME, a Notary Public authorized to take acknowledgments in the State  
and County set forth above, personally appeared RAFAEL CRUZ to be the person  
who executed the foregoing Articles of Incorporation and he acknowledged before me  
that he executed those Articles of Incorporation for the purposes therein expressed.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal, in  
the State and County aforesaid this 11 day of February, 2009.

  
\_\_\_\_\_  
Notary Public



ANTOINETTE I. DILIBERTI  
MY COMMISSION # DD 748689  
EXPIRES: February 26, 2012  
Bonded Thru Budget Notary Services

**CERTIFICATE OF RESIDENT AGENT**

In pursuance of Chapter 48.091 Florida Statutes, the following is submitted in compliance with said Act: CRUZ'S LANDSCAPING AND LAWN CARE SERVICE, INC., desiring to organize under the law of the State of Florida, with its principal office as indicated in the Articles of Incorporation, in the County of Pinellas, State of Florida has named RAFAEL CRUZ, 1 South Duncan Avenue, Clearwater, County of Pinellas, State of Florida as its agent to accept service of process within this state. Having been named to accept service of process for the above-named corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of the laws of the State of Florida relative to keeping open said office.

  
\_\_\_\_\_  
RAFAEL CRUZ  
Resident Agent

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