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Fax Number : (850) 617-6381

From: Account Name : PATRICK M. WHITEHEAD, P.A.  
Account Number : I20090000003  
Phone : (561) 833-5553  
Fax Number : (561) 833-5628

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**FLORIDA PROFIT/NON PROFIT CORPORATION**  
**The Palms Landscaping, Inc.**

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**ARTICLES OF INCORPORATION**  
**OF**  
**THE PALMS LANDSCAPING, INC.**

I, the undersigned, hereby make, subscribe, acknowledge and file these Articles for the purpose of forming a corporation under the laws of the State of Florida:

**ARTICLE I**

**Name**

The name of this corporation shall be THE PALMS LANDSCAPING, INC.

**ARTICLE II**

**Purpose**

This corporation is organized for the purpose of transacting any or all lawful business.

**ARTICLE III**

**Capital Stock**

The capital stock of this corporation shall consist of 100,000 shares of common stock of \$.01 par value.

**ARTICLE IV**

**Principal Office and Mailing Address**

The Principal Office and the Mailing Address of this corporation is:

5253 South Military Trail  
Lake Worth, Florida 33463

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## **ARTICLE V**

### **Registered Agent/Registered Office**

The initial Registered Agent of this corporation is PATRICK M. WHITEHEAD, ESQ., located at the Registered Office of the corporation at 215 South Olive Avenue, Suite 400, West Palm Beach, Florida 33409.

## **ARTICLE VI**

### **Initial Board of Directors**

This corporation shall initially have two (2) Directors. The number of Directors may be changed from time to time by the By-laws but shall never be less than one (1). The names and addresses of the initial Directors are:

KURT SCHACHNER  
1530 Augusta Circle, #144  
Delray Beach, Florida 33445

MIKE EBERSOLD  
132 S.W. 11TH Avenue  
Boyton Beach, Florida 33435

## **ARTICLE VII**

### **Special Provisions**

The following special provisions shall govern this corporation:

A. The directors may describe a method or methods for replacement of lost certificates and prescribe reasonable conditions by way of security for the issuance of new certificates.

B. No person shall be required to own, hold or control stock in the corporation as a condition precedent to holding an office or directorship in this corporation.

C. No contract or other transaction between the corporation and any other corporation, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the officers or directors of the corporation is or are interested in or is an officer or director or are officers or directors of such other corporations, and any officer, officers or directors, individually or jointly, may be a party or parties to or may be interested in any such contract or transaction of the corporation or in which the corporation is interested, and no contract, act, or transaction of the corporation with any person or persons, firm or corporation, in the absence of fraud, shall be affected or invalidated by the fact that any officer, officers or directors of the corporation is a party or parties to or interested in such contract, act or

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transaction, or in any way connected with such person or persons, firm or corporation, and each and every person who may become an officer or director of this corporation is hereby relieved from any liability that might otherwise exist from thus contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in anywise interested.

## ARTICLE VIII

### Incorporator

The name and address of the incorporator is:

PATRICK M. WHITEHEAD, ESQ.  
215 South Olive Avenue, Suite 400  
West Palm Beach, FL 33401

## ARTICLE IX

### Amendment

This corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights conferred on officers and shareholders herein are granted subject to this reservation.

## ARTICLE X

### Commencement

The corporation shall commence its existence upon filing with the Secretary of State of the State of Florida.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 9<sup>th</sup> day of June, 2010.

  
PATRICK M. WHITEHEAD, ESQ.  
Incorporator

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**CERTIFICATE DESIGNATING PLACE OF  
BUSINESS OR DOMICILE FOR THE SERVICE  
OF PROCESS WITHIN THIS STATE, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED**

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

That THE PALMS LANDSCAPING, INC., desiring to organize under the laws of the State of Florida, has named PATRICK M. WHITEHEAD, ESQ., located at the Registered Office of the corporation at 215 South Olive Avenue, Suite 400, West Palm Beach, Florida 33409, as its Registered 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 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.

  
PATRICK M. WHITEHEAD, ESQ.  
Registered Agent

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