JOHNSON, GREEN & LOCKLIN, P.A. ATTORNEYS AT LAW

T. SOL JOHNSON PAUL R. GREEN JACK LOCKLIN, JR. JOHN L. MILLER MICHAEL GIBSON JULIE L. JONES

December 30, 1994

800 CAROLINE STREET POST OFFICE BOX 605 MILTON, FLORIDA 32572 (904) 623-3841 FAX (904) 623-3555

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Florida Department of State Division of Corporations P.O. Box 6327 409 E. Gaines Street Tallahassee, FL 32314

RE: Outside Boys, Inc.

Dear Sir:

Enclosed is an original and one executed copy of the Articles of Incorporation of OUTSIDE BOYS, INC. and an original and one copy of an executed Certificate Designating the Resident Agent. My check in the amount of \$122.50 in payment of the following fees is also enclosed:

Please file the original and certify and return the copy of the enclosed Articles of Incorporation.

Yours very truly,

JOHNSON, GREEN, LOCKLIN & MILLER, P.A.

Jack Locklin, Jr.

JL:jl Enclosure SZ JAN - 3 PH 2: 44

ARTICLES OF INCORPORATION

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<u>of</u>

OUTSIDE BOYS, INC.

ARTICLE I

The name of this corporation is: OUTSIDE BOYS, INC.

ARTICLE II

The purpose of this corporation is to provide commercial and residential landscaping services and any and all other lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock.

ARTICLE V - PRE EMPTIVE RIGHTS

Each shareholder upon the sale for cash of any new stock of this corporation of the same kind, class or series of that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price of which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 225 Southern Place, Pace, Florida 32571, and the name of the initial registered agent of this corporation at that address is James O. Martin. The principal office is the same as the registered office.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors, 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. The names and addresses of the initial directors of this corporation are:

NAME

ADDRESS

James O. Martin

225 Southern Place Pace, FL 32571

Zahid Khan

#14 Putnam Street Saugus, Mass. 01906

ARTICLE VIII - INCORPORATORS

The name and address of the person signing these Articles of Incorporation is James O. Martin, 225 Southern Place, Pace, Florida 32571.

ARTICLE IX - BYLAWS

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

ARTICLE X - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on the 30 day of December, 1994.

Vames O. Martir

STATE OF FLORIDA

COUNTY CF SANTA ROSA

BEFORE ME the undersigned Notary Public in and for the State of Florida at large, personally appeared James (). Martin, to me well known and known to me to be the individual described in or who presented Flasida Drines access as identification, and who executed the foregoing Articles of Incorporation of Outside Boys, Inc., and being duly sworn acknowledged that he executed the same for the uses and purposes therein expressed.

GIVEN under my hand and official seal this the 20 day of December, 1994.

tary Public commission expires: 3-13-98

M. JEANETTE LAWS

UPON WHOM PROCESS MAY BE SERVED

SS JAN S PHONE Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

Outside Boys, Inc., desiring to organize under the Laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at Milton, Santa Rosa County, Florida, has named James O. Martin, 225 Southern Place, Pace, Florida 32571, as agent to accept service of process within the state.

Dated this the 30 day of December, 1994.

ACCEPTANCE

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 keeping open an office

James O. Martif