

LAW OFFICES

HARRIS, BARRETT, MANN & DEW

SUITE 700 WESTSHORE CENTER  
1115 NORTH WESTSHORE BOULEVARD  
TAMPA, FLORIDA 33607 3920

TELEPHONE (813) 207-0990  
FAX (813) 209-5331

PLEASE REPLY TO  
Tampa Office

January 9, 1995

SUITE 1000 SOUTHSHORE BANK BUILDING  
150 SECOND AVENUE NORTH  
110 DIAMOND 1441  
ST. PETERSBURG, FLORIDA 33731 1441  
TELEPHONE (813) 892-3100  
FAX (813) 898-0227  
FAX (813) 894-2150

SUITE 1, 1101 PASADENA AVENUE SOUTH  
SOUTH PASADENA, FLORIDA 33707 2004  
TELEPHONE (813) 892-3131  
FAX (813) 345-0342

705 CONTADO DRIVE  
SUN CITY CENTER, FLORIDA 33573  
TELEPHONE (813) 633-3300  
FAX (813) 633-3307

121 NORTH ORSOLA AVENUE, SUITE 300  
P.O. BOX 2774  
CLEARWATER, FLORIDA 34617  
TELEPHONE (813) 447-7373  
FAX (813) 447-2440

1. TERRANCE BARRETT  
RUSSELL E. ARNETT  
PETER J. MURPHY  
JACK S. LANEY  
DAVID H. LANEY  
WILLIAM F. DAVENPORT  
ROBERT L. ORLANDO  
DALE W. DELANEY  
ROBERT DEW  
ARNE A. THAYER  
THOMAS D. CHAVEN  
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THOMAS M. HARRIS  
EDDY W. HOLLAND  
MICHAEL H. HOUTZ  
PATRICIA J. KELLY  
JOHN D. KIRKPATRICK  
EVELYN F. KUTTER  
ARNE C. LARSEN  
FRANK C. LUSAN  
SAM H. MANN JR.  
DALE P. MOURIS  
V. JEAN OWENS  
CHARLES F. BRISCHMANN  
WILLIAM E. BRISCHMANN  
ELIZABETH DEPAAL  
BREND H. SULLIVAN

VIA FEDERAL EXPRESS

Corporate Records Bureau  
Division of Corporation  
Department of State  
Domestic Filing Section  
409 East G Street  
Tallahassee, Florida 32399

RE: CENTRAL LANDSCAPING & SOD, INC.

Gentlemen:

Enclosed are the original and one copy of the Articles of Incorporation of Central Landscaping & Sod, Inc., together with our check in the amount of \$122.50 to cover the following costs for this corporation:

Item	Amount
Filing Fees	\$35.00
Certificate of Registered Agent	35.00
Certified Copy of Charter	52.50
Total	\$122.50

Upon acceptance of the charters and the filing thereof by your office, please provide me with certified copies of same.

EFFECTIVE DATE

JAN 6 1995

Sincerely,

HARRIS, BARRETT, MANN & DEW

*Frank J. Greco*

Frank J. Greco, Esquire

FJG/dfl

T. BROWN JAN 12 1995

FOR DELIVERY TO THE  
AGENCY TO AVOID DELAY

000001376140  
01/11/95 11:06:41-020  
+++122.50 +++122.50

SECRET  
95 JAN 10 AM 10:47  
FILED

ARTICLES OF INCORPORATION  
OF  
CENTRAL LANDSCAPING & SOD, INC.

FILED  
95 JAN 10 AM 10:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED HEREBY MAKE, SUBSCRIBE, ACKNOWLEDGE AND FILE  
THIS CERTIFICATE FOR THE PURPOSE OF BECOMING A CORPORATION UNDER  
THE LAWS OF THE STATE OF FLORIDA.

„

ARTICLE I

NAME

The name of this corporation is **CENTRAL LANDSCAPING & SOD, INC.**

EFFECTIVE DATE  
JAN 6 1995

ARTICLE II

PURPOSE

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

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to  
have outstanding at any time is 100,000 shares of common stock of 1.00 Dollar per  
share par value.

#### ARTICLE IV

##### DURATION

This corporation is to exist perpetually, and its existence is to commence on the date of execution of these Articles of Incorporation.

#### ARTICLE V

##### PRINCIPAL OFFICE AND REGISTERED AGENT

The principal office of the corporation shall be located at 4833 Foxshire Circle, Tampa, Hillsborough County, Florida 33624.

The name and street address of the initial registered agent of the corporation in the State of Florida is: Odalys M. Abreut, 4833 Foxshire Circle, Tampa, Florida 33624. The Board of Directors may, from time to time, appoint a substitute registered agent and move the registered office or the principal office, or both, to any other address in the State of Florida

#### ARTICLE VI

##### INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) or more director(s) as provided by the By-Laws. Initially, this corporation shall have one (1) director, as follows:

##### NAME

##### ADDRESS

Odalys M. Abreut

4833 Foxshire Circle  
Tampa, FL 33624

ARTICLE VII  
INCORPORATORS

The name and address of the incorporator of this corporation is:

NAME

ADDRESS

Odalys M. Abreut

4833 Foxshire Circle  
Tampa, FL 33624

ARTICLE VIII  
INDEMNIFICATION

The corporation shall indemnify all directors and officers, whether or not then in office, who are or become a party, or are threatened to be made a party, to any threatened, pending or completed action, suit or proceedings, whether civil, criminal, administrative or investigative by reason of the fact that such person is or was a director or officer, or is or was serving at the request of the corporation as an officer or director against expenses (including attorneys' fees, including hourly charges for paralegals and other staff members operating under the supervision of an attorney, whether at trial or appeal), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with such action, suit or proceeding, including any appeal thereof; provided, however, that there shall be no indemnification against gross negligence or willful misconduct.

ARTICLE IX

BY-LAWS

The initial By-Laws shall be adopted by the Board of Directors. The power to alter, amend or repeal the By-Laws or adopt new By-Laws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE X

AMENDMENT

The right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, is reserved to the Board of Directors and the Shareholders as specified under the laws of Florida.

IN WITNESS WHEREOF, these Articles of Incorporation have been signed, as Incorporator, by: Odalys M. Abreut

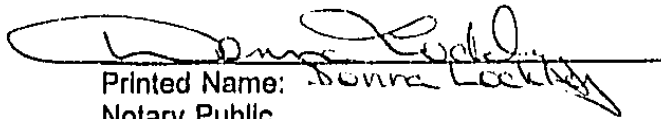
Dated this 6<sup>th</sup> day of January, 1995.

  
\_\_\_\_\_  
ODALYS M. ABREUT

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 6<sup>th</sup> day of January, 1995, by Odalys M. Abreut, who is personally known to me or who has produced Vehicle Driver License as identification, and who did take an oath



Printed Name: Donna Lockley  
Notary Public  
My Commission Expires:  
Serial Number:

F:\DONNA\GRECO\CENTLAND\AOI



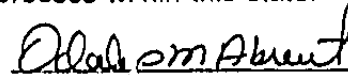
DONNA LOCKLEY  
My Commission CC380049  
Expires Jun. 24, 1998  
Bonded by AND  
800-652-5878

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

**FILED**  
95 JAN 10 AM 10:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

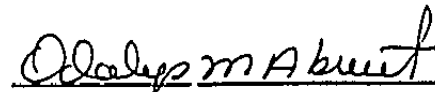
In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First -- That CENTRAL LANDSCAPING & SOD, INC. desiring to organize under the laws of the State of Florida with its principal place of business in Hillsborough County, Florida, has named ODALYS M. ABREUT, 4831 Foxshire Circle, Tampa, Florida 33624, as its agent to accept service of process within this state.

  
ODALYS M. ABREUT

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

  
ODALYS M. ABREUT  
Registered Agent