

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

RE: Robin's Tree Service, Inc.

NAME
FIRM
ADDRESS

PHONE ()

Service: ☒ Top Priority _____ Regular _____
☒ One Day Service _____ Two Day Service _____

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

W195-1302
00478, 00502, 00509
00471

JAN 19 1995 BSB

REQUEST	TAKEN	CONFIRMED	APPROVED
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DATE _____

TIME _____ CK No. _____

BY [Signature]

WALK-IN
Will Pick Up 1-19 11:00

C.C. #EE. DISBURSED

Criminal Expense™
 All of the following
 Corp. Record Search
 Ind. Partnership file
 Foreign Corp. file
) Cert. Copy(s)

Art. of Amend. File
Dissolution/Withdrawal
C U S-_____
Fictitious Name File

Name Reservation
Annual Report/Reinstatement
Reg. Agent Service
Document Filing **1**

Corporate Kit
Vehicle Search
Driving Record
Document Retrieval

UCC 1 or 3 File
UCC 11 Search
UCC 11 Retrieval
____ File No.'s, ____ Copies

Courier Service _____
Shipping/Handling _____
Phone () _____

Top Priority _____
Express Mail Prep _____
FAX () _____

SUBTOTALS

FEE \$..

DISBURSED **\$**

SURCHARGE..... \$

TAX on corporate supplies..... \$ _____

SUBTOTAL..... \$ _____

PREPAID..... \$

BALANCE DUE..... \$ _____

TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State ●

January 19, 1995

CAPITAL CONNECTION, INC.
417 E. VIRGINIA STREET
SUITE 1
TALLAHASSEE, FL 32301

SUBJECT: ROBIN'S TREE SERVICE, INC.
Ref. Number: W95000001302

We have received your document for ROBIN'S TREE SERVICE, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The corporate name must be identical throughout the document.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6925.

Brenda Baker
Corporate Specialist

Letter Number: 195A00002229

FILED
95 JAN 20 PM 1:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

ROBIN'S TREE SERVICE OF SOUTH FLORIDA, INC.

ARTICLE I. NAME

The name of Corporation is ROBIN'S TREE SERVICES
OF SOUTH FLORIDA, INC.

ARTICLE II. DURATION

This corporation is to exist perpetually, commencing
at the date and time of the filing of the Articles of Incorporation with the Department of State.

ARTICLE III. PURPOSE

The general purpose and nature of the business for which the corporation is organized and the objects and purposes to be transacted and to engage in and to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might or could do, and may engage in any activity or any or all lawful business permitted under the laws of the United States and of this State as may be organized under the Florida General Corporation Act, viz:

1. To engage in the business of purchasing, acquiring, hold, sell, exchange, raise, propagate, cultivate, or otherwise deal with or dispose of plants, trees, shrubs, and other nursery products.

2. To enter into, obtain from the City, County, State or Federal agencies as required under the laws of the State of Florida or laws of the United States or such other foreign states relating to such licenses, permits and contracts applicable thereto. To buy, acquire, hold, use, employ, mortgage, convey, lease and dispose of patent rights, letters patent, processes, devices, inventions, trademarks, formulas, good will and other rights; to take, acquire, hold, own, maintain, work, develop, sell, convey, lease, mortgage, exchange, improve and otherwise deal in and dispose of real estate and personal property or any interest or rights therein without limit as to the amount; to lend money on bonds secured by personal and real property, and to make advances from time to time on bonds secured by security agreements for future advances in real estate and personal property, but nothing herein set forth shall give or be construed to give said corporation any banking powers.

3. To purchase, acquire, hold and dispose of stocks, bonds and other obligations, including judgments, interests, accounts or debts of any person, firm or corporation, domestic or foreign, owning or controlling any articles which are or might be or become useful in the business of this corporation, and to purchase, acquire, hold and dispose of stocks, bonds security interests, and other obligations, including judgments,

interests, notes, accounts or debts of any corporations, domestic or foreign, engaging in a business similar to that of this corporation, or engaged in the manufacture, use or sale of property, or in the construction or operation of works necessary or useful in the business of this corporation, or in which or in connection with which the manufactured articles, produce or property of this corporation may be used, or any corporation with which this corporation is or may be authorized to merge or consolidate according to law, and this corporation may issue in exchange therefor the stock, bonds or other obligations of this corporation.

4. To acquire and carry on all or any part of the business or property of the corporation engaged in a business similar to that authorized to be conducted by this corporation, or with which this corporation is authorized under the laws of this state or any foreign state, and the provisions of this certificate is authorized to purchase and to undertake in conjunction therewith any liabilities of any persons, firms, associations, corporations or companies described as aforesaid, possessing of property suitable for any of the purposes of this corporation as authorized to conduct, and as for the consideration for the same, to pay cash or to issue shares, bonds, stocks and other obligations of this corporation.

5. To borrow or raise money for the purposes of this corporation, and to secure the same and interest, or for any other purpose, to mortgage all or any part of the property, corporeal or incorporeal rights or franchise of this corporation now owned or hereafter acquired, and to create, issue, draw and accept and negotiate bonds and mortgages, bills of exchange surety bonds, promissory notes, security interests or other obligations or negotiable instruments.

6. To guarantee the payment of any dividends or interest on any shares, stocks, debenture, bonds or other securities issued by, or any other contract or obligation of, any corporation described as aforesaid, whenever proper or necessary for the business of the corporation, provided the required authority of the Board of Directors be first obtained for that purpose, and always subject to the limitations herein prescribed.

7. And further, to do and perform and cause to be done and performed each, and any and all, of the facts and things above enumerated, and any and all other acts and things insofar as the same may be incidental to or included in any or all of the general powers granted herein. The said corporation may perform all or any part of its business outside the State of Florida and in foreign countries.

8. The enumeration herein of the powers, objects and purposes of the corporation shall be deemed included herein,

whether by force of the general corporate laws of the State of Florida, or implied by reasonable construction of said laws.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at one time is as follows: 10,000 shares of common stock, having a nominal par value of \$1.00 per share. Other attributes of these stocks, including the amount of consideration to become state capital shall become fixed by a resolution of the Board of Directors acting en banc.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered office and registered agent of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
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ROBIN W. LUKER

4768 S.W. 75th Avenue
Miami, FL 33155

ARTICLE VI. INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors is one (1), and the name and address of the person who is to serve as initial director is:

<u>NAME</u>	<u>ADDRESS</u>
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ROBIN W. LUKER

4768 S.W. 75th Avenue
Miami, FL 33155

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation

shall be managed under the direction of the Board of Directors, consisting of at least one (1) director, but no more than five (5) directors.

ARTICLE VII. INCORPORATOR(S)

The names and mailing addresses of the subscriber signing these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
ROBIN W. LUKER	4768 S.W. 75th Avenue Miami, Fl. 33155

ARTICLE VIII. INITIAL PLACE OF BUSINESS

The initial place of business for the corporation is 4768 S.W. 75th Avenue, Miami, Florida 33155

ARTICLE IX. OTHER PROVISIONS

The original subscriber of the capital stock of the corporation shall have the right, upon its organization, to assign and deliver his subscription of stock in Article IV hereof to any other person, firm or corporation who shall hereafter become subscriber to the capital stock of the corporation who, upon acceptance of such assignment, shall stand in lieu of the original subscriber and shall assume and carry out all of the rights, liabilities and duties entailed by said subscriptions, subject to the laws of the State of Florida, upon the execution of the necessary instruments of assignments.

ARTICLE X. AMENDMENTS

These Articles of Incorporation may be amended in the

manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by it to the shareholder, and approved at a shareholders meeting by a majority of the shares entitled to vote thereon.

The corporation may in its by-laws confer such powers upon its Board of Directors or officers, in addition to the foregoing and in addition to the powers authorized and expressly conferred by statute.

Both shareholders and directors shall have the power, if the by-laws so provide to hold their respective meetings and to have one or more officers within or without the State of Florida, and to keep the books of this corporation (subject to the provisions of the statutes) outside the State of Florida, at such places as may, from time to time, be designated by the Board of Directors.

ARTICLE XI. SPECIAL PROVISIONS

(1) No holder of shares of the corporation of any class shall have any preferential, pre-emptive or other right to subscribe for or to purchase from the corporation any shares of the corporation of any class whether or not authorized, or to purchase any bonds, certificates of indebtedness, debentures, notes, obligations or other securities which the corporation may at any time issue, whether or not the same shall be convertible into stock of the corporation of any class or shall entitle the owner or holder to purchase shares of the

corporation of any class, unless authorized by the by-laws of the corporation.

(2) 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 shareholders of the corporation is or are interested in, or is or are a director or officer or are directors or officers, of such other corporation, and any shareholder, officer or director, individually or jointly, may be a party or parties to, or may be interested in such contract or transaction of the corporation, or in which the corporation is interested, and no contract, act or transaction, in the absence of fraud, shall be affected or invalidated by the fact that any shareholder, officer or director or directors of the corporation is a party or are parties to or interested in such person or persons, firm or corporation; and each and every person who may become a shareholder, officer or director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any wise interested. Any director of the corporation may vote upon any contract or other transaction between the corporation and any subsidiary or controlled corporation.

(3) The corporation shall indemnify any subscriber, incorporator, shareholder, officer or director, or any former shareholder, officer or director to the full extent permitted by law.

(4) The Board of Directors, in addition to electing the President, Secretary and Treasurer of the corporation, may elect one or more Vice Presidents, Assistant Secretaries, and Assistant Treasurers, and such other officers as the Board of Directors shall deem advisable, and such officers shall serve for such terms and have such duties as may be determined by the Board of Directors.

(5) The shareholders may, in their discretion, elect a Chairman of the Board of Directors at the annual meeting of the shareholders of the corporation, or at any meeting of the shareholders thereafter called pursuant to the by-laws of the corporation.

(6) The Board of Directors may exercise such corporate powers and privileges and duties as are authorized by statute now in existence or hereinafter created including, but not limited to, acting as a trustee under Title 11, U.S. Code.

(7) The corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

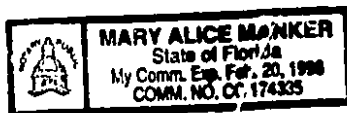
IN WITNESS WHEREOF, I, the undersigned, being the original incorporator hereinabove named, have hereunto set my hand and seal this 13th day of January, 1995.


ROBIN W. LUKER
Subscriber


STATE OF FLORIDA)
 SS.
COUNTY OF DADE)

BEFORE ME the undersigned authority, personally appeared ROBIN W. LUKER, to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal this 13th day of January, 1995.

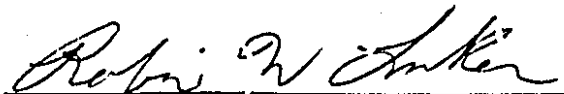


My Commission Expires:


NOTARY PUBLIC
State of Florida, at Large

I, ROBIN W. LUKER, agree as the Registered Agent of **ROBIN'S TREE SERVICE OF SOUTH FLORIDA INC** to accept service of process, to keep the office open during prescribed hours, to post my name (and the names of any other officers of said corporation authorized to accept service of process at the above Florida designated

address in some conspicuous place in the office as prescribed
by law.


ROBIN W. LUKER
Registered Agent

FILED
95 JAN 20 PM 1:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA