

P95000026410

R & S Lawn Inc.
46 Third St Box 28
Shalimar, FL 32579

March 16, 1995

Florida Department of State
Division of Corporations
New Filings Section
P.O. Box 6327
Tallahassee, Florida 32314

700001445407
-03/31/95--01099--008
***122.50 ***122.50

Re: R & S Lawn Inc.


Gentlemen:

Enclosed in duplicate please find "Articles of Incorporation" for R & S Lawn Inc. Also enclosed is a check for \$122.50 representing:

Filing Fees	\$ 35.00
Designation of Registration Agent	35.00
Certified Copy	52.50
Total Enclosed	<u>\$122.50</u>

Please mail certification to letterhead address. If you need additional information, please contact me at (904) 651-5197.

Sincerely,



David W. Rhodes
President

Enclosures

EFFECTIVE DATE
4/1/95

FILED
95 MAR 31 AM 11:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
of
R & S Lawn Inc.

ARTICLE I - NAME

The name of this corporation is R & S Lawn Inc. (hereinafter referred to as the "Corporation").

ARTICLE II - DURATION

The Corporation shall exist perpetually, commencing on the date of April 1, 1995, calendar year shall close each December 31.

ARTICLE III - PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business not inconsistent with the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

The Corporation is authorized to issue five hundred (500) shares of Common Stock at One Dollar (\$1.00) par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of the Corporation of the same kind, class, or series as that which he or she already holds, shall have the right to purchase his or her 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 VI - TRANSFERABILITY OF SHARES

The transferability of all shares of stock in the Corporation shall be restricted in accordance with this Article VI. No shareholder nor any shareholder's heirs, executors or administrators shall sell, exchange, give, transfer, pledge, hypothecate or otherwise dispose of any shares in the Corporation or any interest in the shares except with the express written consent of other shareholders of the Corporation holding, in the aggregate, not less than one-half of all the outstanding shares of stock in the Corporation.

EFFECTIVE DATE
2/1/95

FILED
MAR 31 1995
TALLAHASSEE, FLORIDA

ARTICLE VII - INITIAL PRINCIPAL OFFICE,
REGISTERED OFFICE AND AGENT

The street address of the initial principal office of the Corporation is:

c/o Tony Lee Skumanick, 46 Third St Box 28, Shalimar, FL 32579 and the mailing address is the same. The street address of the initial registered office of the Corporation is 46 Third St Box, Shalimar, FL 32579 and the initial registered agent of the Corporation at that address is Tony Lee Skumanick.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

The Corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-laws of the Corporation but shall never be less than one. The name of the initial directors of the Corporation are:

Tony Lee Skumanick and his address is 46 Third St Box 28, Shalimar, Florida 32579 and

David W. Rhodes, 46 Third St Box 28, Shalimar, FL 32579.

ARTICLE IX - INCORPORATOR

The name of the person signing these articles is David W. Rhodes, and his address is 46 Third St Box 28, Shalimar, FL 32579.

ARTICLE X - BY-LAWS

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

ARTICLE XI - SECTION 1244 STOCK

It is the intent of this charter that the Director may sell the capital stock of the Corporation in accordance with the conditions of Sections 1242-1244, inclusive, of the Internal Revenue Code of 1986, as amended.

ARTICLE XII - ACTION BY DIRECTORS WITHOUT A MEETING


The directors of this corporation may take action by written consent, as provided by law.

ARTICLE XIII - AMENDMENT

This corporation reserves the right to amend or repeal any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

Acknowledgment of Resident Agent:

Having been named to accept service of process of the Corporation stated above, at the place designated in the Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of Chapter 48, Florida Statutes, relative to keeping open said office.



Registered Agent

XXXXXXXXXXXXXXXXXXXX,

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 27th day of March, 1993/1993

XXXXXXXXXXXXXXXXXXXX

STATE OF FLORIDA)
COUNTY OF OKALOOSA)

The foregoing instrument was acknowledged before me this 27th day of March, 1993, by David Rhodes, Incorporator, of R & S Lawn Inc., a Florida corporation, on behalf of the corporation. He is personally known to me or has produced del Florida Driver's License Number R320-1796-7121 as identification and did take an oath.

Mollie C. Cassidy

Notary Public
Commission Number

MOLLIE C. CASSIDY
Notary Public, State Of Florida
Commission No. CC188798
My Commission Expires March 22, 1996

Name of Notary typed, printed or stamped