

P95000032832
Robert S. Hayes, D.A.

Attorney at Law
441 WEST VINE STREET
KISSIMMEE, FLORIDA 34741
(407) 933-4005
FAX (407) 933-8782

ROBERT S. HAYES

April 12, 1995

Corporate Records Filing Bureau
409 E. Gaines Street
Tallahassee, Florida 32399

RECEIVED
APR 12 1995
TALLAHASSEE, FLORIDA
+04/25/95-1100-003
+++122.50 +++122.50

Attn: Division of Corporations

Re: **HOBB & MILLER LAWN SERVICE, INC.**

Dear Sir or Madam:

Enclosed are the original and one copy of the Articles of Incorporation for the above-named proposed Florida Corporation and the Acceptance of Designation of Registered Agent.

Also, enclosed is our firm's check in the amount of \$122.50, representing payment of the following:

Filing fee	\$35.00
Certified copy fee	52.50
Registered Agent fee	35.00

Please file the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Thank you for your attention to this matter.

Very truly yours,

ROBERT S. HAYES, P.A.

Robert S. Hayes
Robert S. Hayes, Esquire

4/27/95
TB

RSH/JV
Enclosure
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ARTICLES OF INCORPORATION

OF

HOBB & MILLER LAWN SERVICE, INC.

ARTICLE I. CORPORATE NAME

The name of this Corporation is HOBB & MILLER LAWN SERVICE, INC.

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock having no par value.

ARTICLE IV. TERM OF EXISTENCE

This Corporation shall exist perpetually.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Robert S. Hayes
441 W. Vine Street
Kissimmee, FL 34741

The Corporation's principle address and mailing address is 825 Horseshoe Bay Drive, Kissimmee, Florida 34741. The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS

This Corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VII. INITIAL DIRECTORS

The name of the initial director of this Corporation and their street addresses are:

Gregory Hobbs
825 Horseshoe Bay Drive
Kissimmee, FL 34741

Roger Dale Miller
825 Horseshoe Bay Drive
Kissimmee, FL 34741

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successor(s) is/are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII. INCORPORATOR

The names and street address of the person signing these Articles of Incorporation as the Incorporator is:

Robert S. Hayes
441 W. Vine Street
Kissimmee, FL 34741

ARTICLE IX. AMENDMENT

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 them to the stockholders and approved at a stockholders' meeting by at least a two-third (2/3) of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE X. BEGINNING CAPITAL

The amount of capital with which this Corporation shall begin business is no less than \$100.00.

ARTICLE XI. OFFICERS

The officers of this Corporation and the names of said officers who are to serve until the first meeting of the Board of Directors are:

<u>OFFICE</u>	<u>NAME</u>
President	Roger Dale Miller
Vice President	Gregory Hobbs
Secretary/Treasurer	Ann Miller

ARTICLE XII. RESTRICTIONS

No shareholder shall transfer, alienate, or in any way dispose of any share of stock of the Corporation unless such share of stock shall first have been offered for sale to the Corporation. The Corporation reserves and shall have the exclusive right and option to purchase such shares of stock at a price equal to the book value thereof, within 60 days after such offer. If the corporation chooses not to exercise its right to purchase said shares, then it shall notify all shareholders of record, of its decision, within five (5) days of electing not to purchase the shares. Thereafter, any shareholder may, within thirty (30) days of the date of the corporation giving notice, purchase such shares at a price equal to the book value thereof. The restrictions contained in this Article or a reference thereto shall be noted on the reverse side of such shares of stock issued by the Corporation.


ARTICLE XIII. INDEMNIFICATION

Each director and officer, in consideration of their services, shall be indemnified, whether then in office or not, the reasonable costs and expenses incurred by them in connection with the defense of or for advice concerning any claim asserted or proceeding brought against them by reason of their being or having been a director or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, or by any reason of any act or omission to act as such director or officer provided that they shall not have been derelict in the performance of their duty as to the matter or matters in respect of which such claim is asserted or proceeding brought. The foregoing right of indemnification shall not be exclusive of any other rights to which any director or directors or officer or officers may be entitled.

ARTICLE XIV. COMPENSATION

The compensation of the officers of this Corporation as officers or employees shall be determined by the vote of the Board of Directors even though any or all of the directors are officers or employees of the Corporation. The compensation of the directors of this Corporation shall be established by the vote of the stockholders.

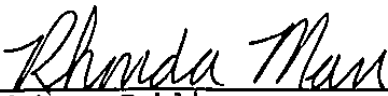
IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on April 20, 1995.



ROBERT S. HAYES
Incorporator

STATE OF FLORIDA :
COUNTY OF OSCEOLA:

BEFORE ME, a Notary Public, personally appeared ROBERT S. HAYES, to me personally known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on April 20th, 1995.

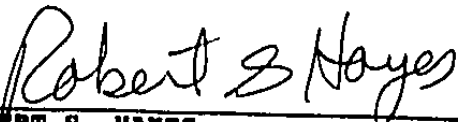


Notary Public
State of Florida at Large
My Commission Expires:


NOTARY PUBLIC, STATE OF FLORIDA,
MY COMMISSION EXPIRES: Dec. 18, 1998,
BONDED THROUGH NOTARY PUBLIC UNDERWRITERS.

ACCEPTANCE

I, **ROBERT S. HAYES**, hereby accepts the designation as Registered Agent for Service of Process upon **HOBB & MILLER LAWN SERVICE, INC.**, desiring to organize under the laws of the State of Florida, with his registered office at 441 W. Vine Street, Kissimmee, Florida 34741, and agree to act as Registered Agent for said Corporation and to comply with the provisions of Florida Law pertaining to keeping open said office and upon whom process may be served.


ROBERT S. HAYES

Sworn to before me on this
20th day of April, 1995.


Notary Public
My commission expires:

NOTARY PUBLIC, STATE OF FLORIDA.
MY COMMISSION EXPIRES Dec. 18, 1995.
BONDED THRU NOTARY PUBLIC UNDERWRITERS.

P95000032832

Robert S. Hayes, P.A.

Attorney at Law

441 WEST VINE STREET
KISSIMMEE, FLORIDA 34741
(407) 933-4005
FAX (407) 933-8782

ROBERT S. HAYES

May 12, 1995

FILED
95 MAY 22 PM 12:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Corporate Records Filing Bureau
P.O. Box 6327
Tallahassee, Florida 32314

Attn: Division of Corporations
Amendment Section

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-05/23/95--01050--018
*****35.00 *****35.00

Re: HOBBS & MILLER LAWN SERVICE, INC.

Dear Sir or Madam:

Enclosed is the original and one copy of the Articles of Amendment for the Florida corporation above referenced.

Also, enclosed is my check in the amount of \$35.00, representing the filing fee.

Please file the enclosed Articles of Amendment and return a copy to the undersigned.

Thank you for your attention to this matter.

Sincerely,

ROBERT S. HAYES, P.A.

Robert S. Hayes
Robert S. Hayes, Esquire

RSH/ja
Enclosures

RC
5/23/95
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ARTICLES OF AMENDMENT
OF
HOBB & MILLER LAWN SERVICE, INC.

FILED
95 MAY 22 PM 12:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of this Corporation is **HOBB & MILLER LAWN SERVICE, INC.**, a Florida corporation incorporated on April 24, 1995.

2. The Articles of Incorporation, Article I shall be amended to read as follows:

The name of this Corporation is **HOBBS & MILLER LAWN SERVICE, INC.**

3. This Amendment to the Articles of Incorporation was proposed and approved by the shareholders of this Corporation on May 3, 1995 and proposed and approved by the Board of Directors of the Corporation on May 3, 1995 by unanimous vote of both the shareholders and directors.

IN WITNESS WHEREOF, the undersigned, as the sole directors and shareholders, have executed the foregoing Articles of Amendment on May 3, 1995.

5/12/95
Dated

Roger Dale Miller
ROGER DALE MILLER, PRESIDENT
One of two Directors and
one of two Shareholders

5/12/95
Dated

Gregory Hobbs
GREGORY HOBBS VICE-PRESIDENT
One of two Directors,
one of two Shareholders

**STATE OF FLORIDA :
COUNTY OF OSCEOLA:**

BEFORE ME, a Notary Public, personally appeared **ROGER DALE MILLER**, to me personally known to be the person described as Shareholder and who executed the foregoing Articles of Amendment, and acknowledged before me that he subscribed to these Articles of Amendment on May 3, 1995.

Rhonda Mann

Notary Public
State of Florida at Large
My commission expires:

NOTARY PUBLIC, STATE OF FLORIDA.
MY COMMISSION EXPIRES: Dec. 18, 1995.
BONDED THRU NOTARY PUBLIC UNDERWRITERS.

**STATE OF FLORIDA :
COUNTY OF OSCEOLA:**

BEFORE ME, a Notary Public, personally appeared **GREGORY HOBBS**, to me personally known to be the person described as Shareholder who executed the foregoing Articles of Amendment, and acknowledged before me that he subscribed to these Articles of Amendment on May 3, 1995.

Rhonda Mann

Notary Public
State of Florida at Large
My commission expires:

NOTARY PUBLIC, STATE OF FLORIDA.
MY COMMISSION EXPIRES: Dec. 18, 1995.
BONDED THRU NOTARY PUBLIC UNDERWRITERS.