

P95000035084

FILED
95 MAY -1 PM 3:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

April 28, 1995

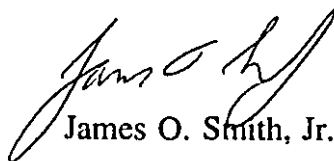
New Filings Section
Division of Corporations
Florida Department of State
P. O. Box 6327
Tallahassee, Florida 32314

Dear Sirs:

300001470423
-05/02/95--01051--002
*****70.00 *****70.00

The enclosed Articles of Incorporation are hereby presented for the establishment of a new Florida Corporation. A check in the amount of \$70.00 is enclosed to cover filing fees. Please contact me at (904) 743-7732 with any questions.

Sincerely,


James O. Smith, Jr.

D. BROWN MAY - 4 1995

**ARTICLES OF INCORPORATION
OF
EXTERIORSCAPES, INC.**

FILED
95 MAY -1 PM 3:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as the incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

ARTICLE I

NAME: The name of the Corporation is:
ExteriorScapes, Inc.

ARTICLE II

ADDRESS: The address of the principal office is: 3828 Feather Oaks Drive East
Jacksonville, Florida 32277

The mailing address of the corporation is: 3828 Feather Oaks Drive East
Jacksonville, Florida 32277

ARTICLE III

REGISTERED OFFICE AND REGISTERED AGENT: The street address of the initial registered office is: 3828 Feather Oaks Drive East, Jacksonville, Florida 32277 and the name of the registered agent is: James O. Smith, Jr.

ARTICLE IV

DURATION: The Corporation shall have perpetual existence.

ARTICLE V

PURPOSE: The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be now or hereafter organized under the laws of the State of Florida.

ARTICLE VI

CAPITAL STOCK: The Corporation is authorized to issue only one class of stock. The total number of shares authorized shall be 00,000 and the par value of each share is \$0.01.

ARTICLE VII

BOARD OF DIRECTORS:

The initial board of directors shall consist of two (2) members. The names and mailing addresses of the persons who are to serve as directors are:

Name: James O. Smith, Jr.
Address: 3828 Feather Oaks Drive East
Jacksonville, Florida 32277

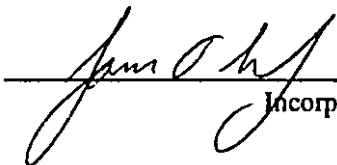
Name: Eric A. Bearden
Address: 12554 Longlake Court
Jacksonville, Florida 32225

ARTICLE VIII

INCORPORATOR: The name and address of the incorporator is:

Name: James O. Smith, Jr.
Address: 3828 Feather Oaks Drive East
Jacksonville, Florida 32277

The undersigned being the sole incorporator above names signs and acknowledges these Articles of Incorporation at Jacksonville, Florida on the 28th day of April 1995.


Incorporator

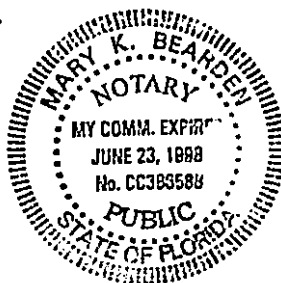
STATE OF FLORIDA
COUNTY OF DUVAL

Before me, the undersigned authority, personally appeared James O. Smith, Jr., who is to me well known to be the person described in and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law and he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at Jacksonville in said County and State this 28th day of April 1995.

April 28, 1995 Mary K. Bearden

*My commission expires
June 23, 1998*



**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant of the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: ExteriorScapes, Inc.
2. The name and address of the registered agent and office is:
James O. Smith, Jr.
3828 Feather Oaks Drive East
Jacksonville, Florida 32277

SIGNATURE


Corporate Officer

TITLE: President

DATE: April 28, 1995

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE


DATE: April 28, 1995

FILED
95 MAY -1 PM 3:02
JACKSONVILLE FLORIDA