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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
1492 W FLAGLER ST
SUITE 200
MIAMI FL 33135-
CONTACT: RAY STORMONT
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(((H95000009414)))
NAME: MOLINA'S LANDSCAPING SERVICE, INC.
FAX AUDIT NUMBER: H95000009414
DATE REQUESTED: 08/24/1998
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TO

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CERTIFICATE OF INCORPORATION

-OF-

MOLINA'S LANDSCAPING SERVICE, INC.

WE, the undersigned, for the purposes of forming a corporation under the Laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges, and immunities of Corporations for Profit.

ARTICLE ONE

The Name of the Corporation shall be MOLINA'S LANDSCAPING SERVICE, INC.

ARTICLE TWO

The Corporation may engage in any activity or business permitted under the Laws of the State of Florida and the United States.

ARTICLE THREE

The Corporation is authorized to have 500 shares of stock at a Par Value of \$1.00 per share, outstanding.

ARTICLE FOUR

The Amount of Capital that which the Corporation shall begin business with shall not be less than FIVE HUNDRED DOLLARS.

ARTICLE FIVE

The Corporation shall have perpetual existence.

ARTICLE SIX

The registered office and principal place of business for this corporation shall be 9001 SW 77TH AVENUE, 106C, MIAMI, FLORIDA 33156.

Prepared By:

LEX LAW
MARIA A. ZELAYA
Attorney at Law
Florida Bar No.: 38350
1441 North River Drive
Miami, Florida 33125
Tel: (305) 324-4111

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ARTICLE SEVEN

The number of Directors shall not be less than ONE.

ARTICLE EIGHT

The Names and Post Office addresses of the first Board of Directors, who subject to the provisions of the Certificate of Incorporation and by-laws of the Corporation Laws of the State of Florida, shall hold office for the First Year of the corporation's existence, or until their successor are elected and have qualified, are: PABLO MOLINA, President, 9001 SW 77TH AVENUE, 106C, MIAMI, FLORIDA 33156; LIDIA M. MOLINA, Vice-President, 10404 SW 87 COURT, MIAMI, FLORIDA 33176.

ARTICLE NINE

The Name and Address of the Subscriber to the Certificates of Incorporation are: PABLO MOLINA, President, 9001 SW 77TH AVENUE, 106C, MIAMI, FLORIDA 33156; LIDIA M. MOLINA, Vice-President, 10404 SW 87 COURT, MIAMI, FLORIDA 33176.

ARTICLE TEN

The Registered Agent for said Corporation is: PABLO MOLINA, President, 9001 SW 77TH AVENUE, 106C, MIAMI, FLORIDA 33156.

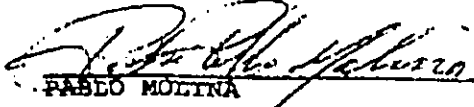
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ARTICLE ELEVEN

The Corporation shall have all the rights and powers as Set Forth in the Florida Statutes, applicable to Corporations for Profit.

WE THE UNDERSIGNED, being the original subscribers to the Capital Stock hereinabove named for the purpose of Forming a Corporation for Profit to do business, both with and without the State of Florida, do hereby make, subscribe, acknowledge and file this certificate, hereby declaring that the facts herein stated are true, and have hereunto set my hand and seal this 24th day of August, 1995.


 (Seal)
PABLO MOLINA

 (Seal)
LIDIA M. MOLINA

STATE OF FLORIDA)
COUNTY OF DADE) SS

ON THIS DAY, BEFORE ME, appeared: PABLO MOLINA, I.D. US Passport #043693447, LIDIA M. MOLINA, I.D. M 450-533-64 341-0, the Parties to the foregoing Certificate of Incorporation known to me personally to be such, and acknowledged the said Certificate to be free and voluntary act and Deed of them, and that each statement and fact are therein truly Set Forth.

WITNESS my hand and Notarial Seal at Miami, Dade County, Florida on this 24th day of August, 1995.

 MARIA A. ZEAYLA
My Commission CC409886
Expires Sep. 24, 1998
Notary Public, State of Florida
at Large

My commission expires: Sep. 6, 1998.

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CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR DOMICILE FOR SERVICE OF PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 607.34 Florida Statutes, the following is submitted, in compliance with said Act:

First-That MOLINA'S LANDSCAPING SERVICE, INC, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at Miami, County of Dade, State of Florida has named PABLO MOLINA, located at 9001 SW 77TH AVENUE, 106C, MIAMI, FLORIDA 33156, Dade County, Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

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.

By: 
PABLO MOLINA
Registered Agent

Prepared By:

LEX LAW
MARIA A. ZELAYA
Attorney at Law
Florida Bar No.: 38350
1441 North River Drive
Miami, Florida 33125
Tel: (305) 324-4111

FILED
JAN 02 1980
TALLAHASSEE, FLORIDA