James R. Merola, Ka.

1 1380 PROSPERITY FARMS POAD, SUITE 204 PALM BEACH GARDENS, FLORIDA 33410

TELEPHONE (407) 622-1433 • FACSIMILE (407) 622-5531

Fobruary 20, 1996

Secretary of State Division of Corporations Capitol Building Tallahassee, Florida 32304

Re:

Landscape by James, Inc. Our File No. 2197.01

Gentlemen:

5000001724735 -02/27/96--01034--002 *****70.00 ******70.00

Enclosed herewith please find an original and one (1) copy of Articles of Incorporation in the above-referenced matter, together with our firm check in the amount of \$70.00 representing your filing fees.

Kindly file the original and return the conformed copy to us in the enclosed, self-addressed, stamped envelope, for our records.

If you have any questions concerning the enclosed, please do not hesitate to call.

Very truly yours,

Carolyn E. Moore

Secretary

Enclosures

FILED

ARTICLES OF INCORPORATION

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OP

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LANDSCAPE BY JAMES, INC.

The undersigned hereby makes, subscribes, acknowledges, and files these Articles of Incorporation for the purpose of forming a corporation under the Laws of the State of Florida.

ARTICLE I NAME AND ADDRESS

The name of the Corporation shall be LANDSCAPE BY JAMES, INC., and the principal place of business shall be 7920 North Military Trail, Lake Park, Florida 33410.

AKT. CLE II

This Corporation shall exist in perpetuity.

ARTICLE III
PURPOSE

The Corporation is organized for the purpose of engaging in any activity or business permitted under the Laws of the State of Florida or of the United States of America.

ARTICLE IV CAPITAL STOCK

This Corporation is authorized to issue one hundred (100) Shares of Capital Stock with a par value of One and No/100 (\$1.00) Dollars per Share.

ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The street address in this State of the initial registered office of the Corporation is 7926 North Military Trail, Lake Park, Florida 33410, and the name of the initial Registered Agent is GUY W. WYATT.

ARTICLE VI INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of two (2) members. The number of Directors may be increased or decreased from time to time by the By-Laws but shall never be less than one (1) nor more than nine (9). The name and address of the initial Directors are:

GUY W. WYATT 7920 North Military Trail Lake Park, Florida 33410

JAMES C. THOMAS 7920 North Military Trail Lake Park, Florida 33410

ARTICLE VII INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

GUY W. WYATT 7920 North Military Trail Lake Park, Florida 33410

IN WITNESS WHEREOF, I have made and subscribed these Articles of Incorporation this $\frac{19+t}{100}$ day of February, 1996.

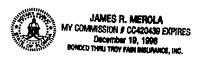
GUY W. WYATT, INCORPORATOR

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

(print name)

Notary Public, State of Florida

My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR SERVICE OF PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

THAT, LANDSCAPE BY JAMES, INC., desiring to organize under the laws of the state of Florida, with its principal offices as indicated in the Articles of Incorporation, at Palm Beach County, Florida, has named: GUY W. WYATT, 7920 North Military Trail, Lake Park, Florida 33410, as its Agent to accept service of process within the State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation, at the place designated by this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

GUY W. WYATT

FILE B 96 FEB 26 PH 3: 24 SECRETARY OF STATE SECRETARY SEE, FLORIBA