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JULIAN K. DOMINICK, JR.

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March 26, 1996

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

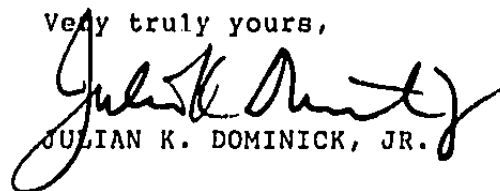
Re: BRAUNEIS LANDSCAPE MANAGEMENT, INC.

Gentlemen:

We enclose proposed Articles of Incorporation, in duplicate,
for the above corporation.

Also enclosed is a check in the amount of \$122.50 to cover
the filing fee, registered agent fee and certified copy.

Very truly yours,


JULIAN K. DOMINICK, JR.

JKDjr:md
Enclosures

4/3/96

TB

FILED
MAR 28 PM 1:49
TALLAHASSEE, FLORIDA

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***122.50 ***122.50

ARTICLES OF INCORPORATION
OF
BRAUNEIS LANDSCAPE MANAGEMENT, INC.

FILED
95 MAR 28 PM 1:49
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation is: BRAUNEIS LANDSCAPE MANAGEMENT, INC.

ARTICLE II. PURPOSE

This organization is organized for the purpose of engaging in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III. CAPITAL STOCK

This corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares."

ARTICLE IV. PRINCIPAL OFFICE, MAILING
ADDRESS, INITIAL REGISTERED OFFICE AND AGENT

The principal office of this corporation is located at 1242 Cheetah Trail, Winter Springs, Florida 32708.

The mailing address of the corporation is 1242 Cheetah Trail, Winter Springs, Florida 32708.

The street address of the corporation's initial registered office is 1242 Cheetah Trail, Winter Springs, Florida 32708 and the name of the initial registered agent at that office is Ronald D. Fields.

ARTICLE V. INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may either be increased or diminished from time to time by the by-laws. The names and addresses of the initial directors of this corporation are:

Ronald D. Fields

1242 Cheetah Trail
Winter Springs, Florida 32708

Richard B. Brauneis

1242 Cheetah Trail
Winter Springs, Florida 32708

ARTICLE VI INCORPORATORS

The names and addresses of the persons signing these Articles are:

Ronald D. Fields

1242 Cheetah Trail
Winter Springs, Florida 32708

Richard B. Brauneis

1242 Cheetah Trail
Winter Springs, Florida 32708

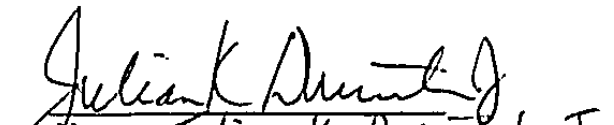

RONALD D. FIELDS


RICHARD B. BRAUNEIS

STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgments, personally appeared RONALD D. FIELDS and RICHARD B. BRAUNEIS, to me well known to be described as Subscribers in and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they subscribed to those Articles of Incorporation. They are personally known to me or have produced driver's licenses as identification and did take oaths.

WITNESS my hand and official seal in the County and State named above, this
26 day of March, 1996.


Name: Julian K. Dominick, Jr.
Notary Public

My Commission Expires:



JULIAN K. DOMINICK, JR.
MY COMMISSION # CC 222035 EXPIRES
August 3, 1996
DED THRU TROY FARM INSURANCE, INC.

FILED
93 MAR 28 PM 1:49
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

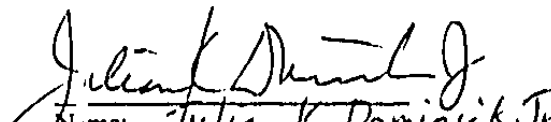
Name of corporation: BRAUNEIS LANDSCAPE MANAGEMENT, INC.

The undersigned, RONALD D. FIELDS, hereby acknowledges that he is familiar with and accepts the duties and responsibilities as registered agent for BRAUNEIS LANDSCAPE MANAGEMENT, INC.


RONALD D. FIELDS

STATE OF FLORIDA
COUNTY OF ORANGE

THE FOREGOING INSTRUMENT was acknowledged before me this 26 day of March, 1996, by RONALD D. FIELDS, who is personally known to me or who has produced a driver's license as identification and who did take an oath.


Name: Julian K. Dominick, Jr.
Notary Public

My Commission Expires:



JULIAN K. DOMINICK, JR.
MY COMMISSION # CC 222035 EXPIRES
August 3, 1996
OLD THRU THY FAIR INSURANCE, INC.