

ATTORNEY

EDWARD T. DINNA

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March 29, 1996

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FILED
MAR 31 PM 1:03
TALLAHASSEE, FL 32314

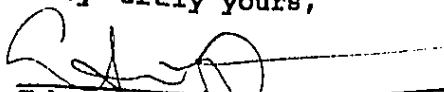
RE: SIMPSON LANDSCAPING AND DESIGN, Inc.

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,


Edward T. Dinna, Attorney

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Name and Address of Corporation:

SIMPSON LANDSCAPING AND DESIGN, INC.
113 Urquhart Street
Lake Worth, Florida 33461

4-9-96
TB

ETD/dlk

ARTICLES OF INCORPORATION
of
SIMPSON LANDSCAPING AND DESIGN, Inc.

FILED
CLERK OF COURT
JAN 11 1968
LAKE WORTH, FLORIDA

ARTICLE I
NAME

The name of this corporation is SIMPSON LANDSCAPING AND DESIGN, INC. The principle address of the business is: 113 Urquhart Street, Lake Worth, Florida 33461

ARTICLE II
DURATION

This corporation shall have perpetual existence.

ARTICLE III
PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of One Dollar (\$1.00) par value common stock.

ARTICLE V
PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as to that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: SIMPSON LANDSCAPING AND DESIGN, INC. and the name of the initial registered agent of this corporation is: EDWARD T. PINNA, ATTORNEY 719 INTRACOASTAL DRIVE, FORT LAUDERDALE, FLORIDA 33304.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

This corporation shall have one Director initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one. The name and address of the initial Director of this Corporation is:

<u>NAME</u>	<u>ADDRESS</u>
ROY SIMPSON	113 Urquhart Street Lake Worth, Florida 33461

ARTICLE VIII
INCORPORATION

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

<u>NAME</u>	<u>ADDRESS</u>
ROY SIMPSON	113 Urquhart Street Lake Worth, Florida 33461

ARTICLES IX
INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE X
AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed
these Articles of Incorporation this 28 day of March, 1996.

[Signature]
ROY SIMPSON

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day, before me, an officer duly
authorized in the State aforesaid and in the county aforesaid to
take acknowledgments, personally appeared ROY SIMPSON to me known
to be the person described in and who executed the same and
produced a FL DRIVERS LIC. as identification and
did not take an oath.

WITNESS my hand and official seal in the County and State last
aforesaid this 28 day of MARCH, 1996.

(Seal)



DEBRA KRAVITZ
MY COMMISSION # CG414241 EXPIRES
October 18, 1998
BONDED THIRD TROY FAIR INSURANCE

[Signature]
Notary Public

FILED
CLERK OF DISTRICT COURT
FLORIDA
1996

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE NAMING AGENT UPON WHOM PROCESS
MAY BE SERVED.**

In pursuance of Section 48.091 and Section 607.034 (3), Florida
Statutes, the following is submitted in compliance with said
sections: SIMPSON LANDSCAPING AND DESIGN, INC., desiring to
organize under the laws of the State of Florida with its principal
office as indicated in the Articles of Incorporation, at the City
of Ft. Lauderdale, Broward County, State of Florida, has named
EDWARD T. DINNA, ATTORNEY, located at 719 Intracoastal Drive, Ft.
Lauderdale, Florida (954) 561-4314 as its agent to accept service
of process within this State.

ACKNOWLEDGMENT:

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

[Signature]
EDWARD T. DINNA, ATTORNEY

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