

P96000031803

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Of Counsel  
JERRI M. BLANEY, P.A.  
GOLDSTEIN & WILENSKY, P.A.

April 3, 1996

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

300001772733  
-04/08/96--01090--002  
\*\*\*\*122.50 \*\*\*\*122.50

Dear Sir/Madam:

Please find enclosed the Articles of Incorporation of the corporation BENJAMIN LANDSCAPES, INC. together with a check in the amount \$122.50.

Please accept these Articles of Incorporation for filing and send a certified copy back to this office in stamped, self addressed enclosed envelope.

Thank you for your attention to this letter.

If you have any questions concerning the contents of this letter, or there is any problem with filing these documents, please do not hesitate to call this office collect.

Sincerely,

  
M. CHRIS EDWARDS

MCE:jcs

Enclosures

cc: Matt Benjamin

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 APR -8 PM 3:09

g 4/11/96

ARTICLES OF INCORPORATION  
OF  
BENJAMIN LANDSCAPES, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 APR -8 PH 3:09

ARTICLE I

Name

The name of the corporation shall be BENJAMIN LANDSCAPES, INC.

ARTICLE II

Duration

This corporation shall exist perpetually.

ARTICLE III

Purpose

This corporation is organized for the purpose of engaging in any or all lawful business for which corporations may be incorporated.

ARTICLE IV

Capital Stock

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock, which shall be designated "Common Shares".

ARTICLE V

Preemptive Rights

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

## ARTICLE VI

### By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

## ARTICLE VII

### Cumulative Voting

At each election for Directors every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of Directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

## ARTICLE VIII

### Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 2282 Laurel Lane, Palm Beach Gardens, FL 33410, and the name of the initial registered agent of this corporation at such office is Matt Benjamin, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process. The mailing address of this corporation is 2282 Laurel Lane, Palm Beach Gardens, FL 33410.

## ARTICLE IX

### Initial Board of Directors

This corporation shall have two Directors initially. The number of Directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than two.

ARTICLE X

Incorporator

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

Matt Benjamin  
2282 Laurel Lane  
Palm Beach Gardens, FL  
33410

ARTICLE XI

Amendment

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

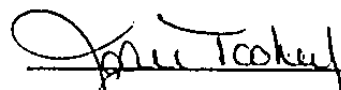

IN WITNESS WHEREOF, for the purpose of forming a corporation under the laws of the State of Florida, the undersigned subscriber has executed these Articles of Incorporation this 2<sup>nd</sup> day of April, 1996.

  
Matt Benjamin

STATE OF FLORIDA

COUNTY OF PALM BEACH

I hereby certify that the foregoing instrument was acknowledged before me this 2<sup>nd</sup> day of April, 1996, by Matt Benjamin who is personally known to me, or who showed me identification in the form of a driver's license and who did take an oath.

  
Print Name: John Toohey  
Notary Public, State of Florida  
  
My Comm. Exp. Nov. 06, 1997  
Comm. No. CC 326733

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

ACCEPTANCE OF REGISTERED AGENT

96 APR -8 PM 3:09

Having been named to accept service of process for BENJAMIN LANDSCAPES, INC. at the place designated in the articles of incorporation, Matt Benjamin, agrees to act in this capacity and agrees to comply with the provisions of section 48.091 relative to keeping such office open.

Dated this 2nd day of April, 1996.

Matt Benjamin  
Matt Benjamin

STATE OF FLORIDA

COUNTY OF PALM BEACH

I hereby certify that the foregoing instrument was acknowledged before me this 2nd day of April, 1996, by Matt Benjamin who is personally known to me, or presented identification in the form of valid Florida driver's license and who did take an oath.

John Toohy  
Print Name: John Toohy

Notary Public, State of Florida



JOHN TOOHEY  
Notary Public, State of Florida  
My Comm. Exp. Nov. 06, 1997  
Comm. No. CC 326733

P9600003/803

FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

April 8, 1997

BENJAMIN LANDSCAPES, INC.  
2282 LAUREL LANE  
PALM BEACH GARDENS, FL 33410

SUBJECT: BENJAMIN LANDSCAPES, INC.  
Ref. Number: P96000031803

Debit Memo #: 4997-C

This is to inform you that check #1223 in the amount of \$165.00 submitted with the annual report for BENJAMIN LANDSCAPES, INC. has been returned by your bank because of ACCOUNT CLOSED.

We request you remit a cashier's check or money order, referencing the above named debit memo number, in the amount of \$180.00 made payable to the Department of State to cover the unpaid fees and service charge.

Section 607.1421 or 617.1421, Florida Statutes, requires at least 60 day notice of our intent to administratively dissolve or revoke your corporation for failure to file the annual report and pay the filing fee. Consider this your 60 day notice if the payment is not received, your corporation will be administratively dissolved or revoked on or after June 8, 1997 and a reinstatement fee of an additional \$585 will be imposed to reactivate the corporation.

Please send the replacement check to my attention at the address listed below.

If you have any questions concerning the filing of your document, please call (904) 487-6057.

Pat Bailey  
Accountant I

Letter Number: 997A00017617

P96000031803

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-06/02/97--01068--002  
\*\*\*\*180.00 \*\*\*\*180.00

June 2, 1997

REPLACEMENT FEE 1997

ANNUAL REPORT:  
LANDSCAPES, INC.

BENJAMIN

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DEBIT MEMO: # 4997-C

CHECK #: 1223