

LAMBERSON ACCOUNTING SERVICES, INC.

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Florida Department Of State PO Box 6327 Tallahassee, Florida 32314

RE: Bixby Quality Lawn Care, Inc.

Date: April 18, 1996

To Whom It May Concern;

Enclosed please find articles of incorporation for the above Referenced corporation. Also Enclosed is a check in the amount of \$122.50 to cover the cost of filing and the cost of a certified Copy of the articles. Follows:

Please return the certified copy of these articles of incorporation to our office at:

2430 Shadowiawn Dr. Suite 9 Naples, Fl. 33962

Sincerely,

TAPR 2 4 1996 BSB

CERTIFICATE OF INCORPORATION

OF

Bixby Quality Lawn Care, Inc.

ARTICLEI

THE NAME OF THIS CORPORATION SHALL BE:

Bixby Quality Lawn Care, Inc.

ARTICLEII

THE CORPORATION MAY ENGAGE IN ANY NEW ACTIVITY OR BUSINESS AND PERFORM ALL OF THE POWERS AND PRIVILEGES GRANTED CORPORATIONS UNDER THE LAWS OF THE STATE OF FLORIDA AND THE UNITED STATES OF AMERICA.

ARTICLE III

THE MAXIMUM NUMBER OF SHARES OF STOCK WHICH THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME SHALL BE ONE HUNDRED (100) SHARES WITH A PAR VALUE OF ONE DOLLAR (\$1.00) AND SHALL BE CLASSIFIED AS FOLLOWS:

SERIES A

VOTING

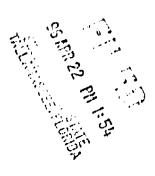
100 SHARES

ARTICLE IV

THIS CORPORATION SHALL BEGIN BUSINESS WITH A CAPITAL OF NOT LESS THAN ONE HUNDRED DOLLARS (\$100.00),

ARTICLE Y

THIS CORPORATION SHALL EXIST PERPETUALLY.



ARTICLE M

THE NAME AND ADDRESS OF THE CORPORATION'S INSTAL REGISTERED AGENT IS:

ERIC E. LAMBERSON 2430 SHADOWLAWN DR. SUITE 9 NAPLES, FL. 33962

ARTICLE YII

THE PRINCIPAL PLACE OF BUSINESS OF THIS CORPORATION SHALL BE LOCATED AT:

6100 12th AVE, S.W. NAPLES, FL, 33999

AND MAY HAVE SUCH OTHER PLACES OF BUSINESS WITHIN AND WITHOUT THE STATE OF FLORIDA, OR IN FOREIGN COUNTRIES AS MAY BE NECESSARY OR CONVENIENT, AND AS MAY BE DETERMINED BY THE BOARD OF DIRECTORS OF THIS CORPORATION.

ARTICLE YIII

THIS IS A CLOSE CORPORATION AS CONTEMPLATED BY FLORIDA STATUTE 607.72. THE CORPORATION WILL HAVE NO DIRECTORS AND BUSINESS SHALL BE CONDUCTED BY THE SHAREHOLDERS OF THIS CORPORATION.

ARTICLEIX

THE NAMES AND POST OFFICE ADDRESSES OF THE PRESIDENT, VICE PRESIDENT, TREASURER, AND SECRETARY WHO SHALL HOLD OFFICE FOR THE FIRST YEAR OF EXISTENCE OF THE CORPORATION, OR UNTIL AFTER THEIR SUCCESSORS ARE ELECTED PURSUANT TO THE CORPORATE BY-LAWS ARE AS FOLLOWS:

NAME: BRENT B. BIXBY	OFFICE: PRESIDENT	ADDRESS: 6100 12th AVE. S.W. NAPLES, FL. 33999
CAROL L. BIXBY	VICE PRESIDENT	6100 12th AVE. S.W. NAPLES, FL. 33999
CAROL L. BIXBY	TREASURER	6100 12th AVE. S.W. NAPLES, FL. 33999
BRENT B. BIXBY	SECRETARY	6100 12th AVE. S.W. NAPLES, Fl. 33999

ARTICLE.X

THE NAME AND ADDRESS OF THE SOLE INCORPORATOR IS:

ERIC LAMBERSON 2430 SHADOWLAWN DR. SUITE 9 NAPLES, FL. 33962

1. THE UNDERSIGNED, BEING THE ORIGINAL SUBSCRIBER AND INCORPORATOR OF THE FOREGOING CORPORATION, DO HEREBY CERTIFY THAT THE FOREGOING CONSTITUTES THE CHARTER OF THE ABOVE CORPORATION, WITNESS MY HAND AND SEAL THIS 18TH DAY OF APRIL, 1996.

STATE OF FLORIDA COUNTY OF COLLIER

BEFORE ME, THE UNDERSIGNED NOTARY PUBLIC, PERSONALLY APPEARED ERIC E, LAMBERSON, TO ME KNOWN TO BE THE PERSON DESCRIBED IN AND WHO EXECUTED AND SUBSCRIBED TO THE FOREGOING ARTICLES OF INCORPORATION, AND HE ACKNOWLEDGED BEFORE ME THAT HE EXECUTED AND SUBSCRIBED TO THE SAME FOR THE PURPOSES THEREIN EXPRESSED.

E. FRANCES MOISTON State of Fiorida My Comm. Exp. June 3, 1993 Comm. & CC 382669

PRODUCED LO

DATED: APRIL 18TH, 1996

MY COMMISSION EXPIRES:

CTRIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICHE FOR THE SERVICE OF PROCESS WITHIN THIS 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.

FIRST: THAT BIXBY QUALITY LAWN CARE, INC.
DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH
ITS PRINCIPAL PLACE OF BUSINESS, AS INDICATED IN THE ARTICLES OF
INCORPORATION AT NAPLES, COLLIER COUNTY, STATE OF FLORIDA, HAS
NAMED

ERIC E. LAMBERSON OF NAPLES, COLLIER COUNTY

AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THES STATE.

ACKNOWLEDGMENT: I. ERP. & LAMBERSON

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 PROVISIONS OF SAID ACT RELATIVE TO KEEPING OPEN SAID OFFICE.

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