

**JERALD J. CHLIPALA, P.A.**

Attorney At Law  
(813) 337-3737  
2245 Allamont Avenue  
Fort Myers, Florida 33901

**P96000046810**

May 30, 1996

Corporate Records Bureau  
Division of Corporations  
Department of State  
P.O. Box 6327  
Tallahassee, FL 32301

Re: AA Landscape Curbing, Inc.

Gentlemen:

Enclosed please find original and one copy of the Articles of Incorporation for the above-named corporation, together with a check in the sum of \$122.50, representing the following charges:

Filing Fee	35.00
Certified Copy	52.50
Registered Agent	35.00

20000184417  
-05/30/96--01050--008  
\*\*\*122.50 \*\*\*122.50

Also enclosed please find Registered Agent Certificate.

Please provide the undersigned with the Certificate of Incorporation and a certified copy of the Articles of Incorporation at your earliest convenience.

Thanking you for your assistance, I am,

Very truly yours,

Jerald J. Chlipala

JJC/ddc

Enc.

FILED  
96 MAY 28 PM 4:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Diana Scherer authorized  
to correct articles to show  
one director*

*KFS*

*6-3-96*

ARTICLES OF INCORPORATION  
OF  
AA LANDSCAPE CURBING, INC.

FILED

96 MAY 28 PM 4: 33

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation is AA LANDSCAPE CURBING, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal office of this corporation is located at 1102 S.E. 24th Ave., Cape Coral, Florida 33990 and its mailing address is 1102 S.E. 24th Ave., Cape Coral, FL 33990.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock, which shall be designated as "Common Shares". All of said stock shall be payable in cash, property (real or personal) or labor or services in lieu thereof at a just valuation to be fixed by the Board of Directors.

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

#### ARTICLE VI - TERM

This corporation shall commence its existence upon filing Articles and shall exist perpetually thereafter unless sooner dissolved according to law.

#### ARTICLE VII - 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 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 prices at which it is offered to others.

#### ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation is located at 1102 S.E. 24th Ave., Cape Coral, FL, 33990, and the name of the initial registered agent of this corporation is JOSEPH A. KAZLAUSKAS whose address is 1102 S.E. 24th Ave., Cape Coral, FL 33990.

#### ARTICLE IX - INITIAL BOARD OF DIRECTORS

This corporation shall have at least one director initially with the exact number of directors to be specified by the shareholders from time to time unless the shareholders shall, by a majority vote, determine that the corporation be managed by the shareholders. The names and address of the initial director of this corporation is:

JOSEPH A. KAZLAUSKAS - 1102 S.E. 24th Ave., Cape Coral, Fl. 33990

#### ARTICLE X - INCORPORATORS

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

JOSEPH A. KAZLAUSKAS - 1102 S.E. 24th Ave., Cape Coral, Fl. 33990

ARTICLE XI

The names and post office addresses of the initial subscribers of this Certificate of Incorporation and the number of shares of the capital stock of this corporation subscribed by the said subscribers of these Articles of Incorporation are as follows:  
JOSEPH A. KAZLAUSKAS - 1102 S.E. 24th Ave, Cape Coral, FL 33990 -  
100 shares

ARTICLE XII - INDEMNIFICATION

This corporation shall indemnify any officer or director or any former officer or director, to the fullest extent permitted by law either now existing or hereafter enacted.

ARTICLE XIII

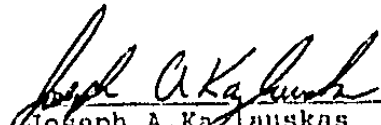
No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors, or officers of, such other corporation. Any director, individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such corporation, or who it is that is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this

corporation which shall authorize any such contract or transaction with like force and effect as if he were not such director or officer of such other corporation, or not so interested.

ARTICLE XIV

The private property of the stockholders shall not be subject to the payment of the corporate debts to any extent whatever. The corporation shall have a first lien on the shares of its stockholders and upon the dividends due them for any indebtedness of such stockholders to the corporation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 16 day of May, 1996.

  
\_\_\_\_\_  
Joseph A. Kazlauskas  
Subscriber

\_\_\_\_\_  
Subscriber

\_\_\_\_\_  
Subscriber

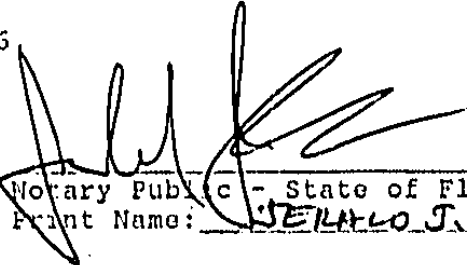
STATE OF FLORIDA

COUNTY OF LEE

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared JOSEPH A. KAZLAUSKAS, who is personally known to

me or who has produced personally known as  
identification and who did take an oath, and known by me to be  
the person who executed the foregoing Articles of Incorporation,  
and he acknowledged before me that he executed those Articles of  
Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and  
affixed my official seal, in the State and County aforesaid,  
this 16 day of May, 1996

  
Notary Public - State of Florida  
Print Name: GERALD J. CHILIPALA

My commission expires:  
\_\_\_\_\_



GERALD J. CHILIPALA  
My Commission CC274140  
Expires Apr 08, 1997  
Bonded By ANB  
800-452-6878

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

First--That AA LANDSCAPE CURBING, INC.

desiring to organize under the laws of the State of Florida, with  
its principal office, as indicated in the Articles of Incorporation  
at: 1102 S.E. 24th Ave.

City of Cape Coral County of Lee

State of Florida 33990

has named JOSEPH A. KAZLAUSKAS

located at 1102 S.E. 24th Ave.

City of Cape Coral County of Lee

State of Florida, as its agent to accept service of process within  
this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above  
stated corporation, at place designated in this Certificate, I  
hereby state that I am familiar with and accept the duties and  
responsibilities as registered agent for said corporation and agree  
to comply with the provisions of said Act relative to keeping open  
said office.

By: Joseph A. Kazlauskas  
Joseph A. Kazlauskas  
Registered Agent

FILED  
MAY 28 PM 4:33  
TALLAHASSEE  
SECRETARY OF STATE  
FLORIDA