

9600006383
BEALE & ASSOCIATES, INC.

July 11, 1996

Secretary of State
Division of Incorporation
P.O.Box 6327
Tallahassee, Florida 32314

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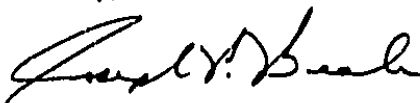
To Whom It May Concern:

Please find enclosed the Articles of Incorporation for:

TOTAL GROUND MAINTENANCE, INC.

I hereby deliver these articles of incorporation and appropriate filing fees and request the Department of State to file these articles of incorporation in accordance with Chapter 607.164 of Florida Statutes.

Sincerely,



Joseph P. Beale

FILED
96 JUL 29 AM 9:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

enclosures: articles of incorporation
certificate designating place of business and
naming registered agent
filing fees: articles of incorporation filing 35.00
registered agent 35.00
certified copy 52.50
122.50

7/31/96
122.50

ARTICLES OF INCORPORATION OF

Total Ground Maintenance, Inc.

The undersigned incorporator makes, subscribes, acknowledges, and files with the Department of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit under the laws of the State of Florida.

ARTICLE I Name & Address

The name of this corporation is:

Total Ground Maintenance, Inc.

The address of the principle office is:

4528 Commander Drive(Apt 2013)

Orlando, FL 32822

(P.O.Box 533480, Orlando, FL 32853-3480)

ARTICLE II Term of Existence

This corporation shall commence as of the date of the filing on these Articles with the Secretary of State and shall have perpetual existence.

ARTICLE III Nature of Business

This corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE IV Capital Structure

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 750,000 shares of common stock, having a par value of \$.01 per share.

ARTICLE V Initial Registered Agent and Registered Office

The initial registered agent of this corporation shall be **Robert S. Seligson**. The street address of the initial registered office of this corporation, which is identical with the business office of the registered agent, is **4528 Commander Drive(Apt 2013), Orlando, FL 32822**.

ARTICLE VI
Board of Directors

There shall be a Board of Directors for this corporation which shall consist of not less than one(1). Except for the number constituting the initial Board of Directors, the number of directors shall be decided by resolution of the shareholders.

ARTICLE VII
Initial Board of Directors

The names and street addresses of the members of the initial Board of Directors of this corporation, who, subject to these Articles of Incorporation and the laws of the State of Florida, shall hold office until the first annual meeting of the shareholders or until their successors are elected and qualified, or until their resignations, removal from office or deaths:

Name	Address
Robert S. Seligson	4528 Commander Drive(Apt 2013) (P.O.Box 533480, Orlando,FL 32853) Orlando, FL 32822

ARTICLE VIII
Incorporator

The name and street address of the incorporator is:

Name	Address
Joseph P. Beale	7185 Scott Avenue Tangerine, FL 32777-0493

ARTICLE IX
Bylaws

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors or the shareholders.

ARTICLE X
Indemnification

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

ARTICLE XI
Amendment to Articles of Incorporation

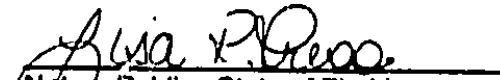
These Articles of Incorporation may be amended at any time by a resolution adopted by a majority vote of the Board of Directors at any annual or special meeting, provided at least ten (10) days' written notice is given to each director of the time and place of the meeting and the purpose thereof. Any amendment to these Articles of Incorporation so made must be approved by a majority vote of the shareholders of the corporation.

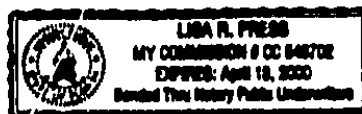
IN WITNESS WHEREOF, the incorporator executed these Articles of Incorporation this 26th day of JULY, 1996.


Joseph P. Beale

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 26th day of July, 1996 by Joseph P. Beale, who is personally known to me or who has produced Personally Known as identification and who did (did not) take an oath.


Notary Public, State of Florida




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

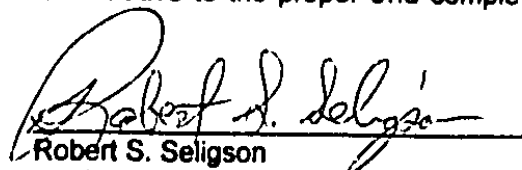
In compliance with Chapter 627.034, Florida Statutes,
the following is submitted:

That **Total Ground Maintenance, Inc.**, desiring to organize or qualify under the
laws of the State of Florida, with its principal place of business at the City of **Orlando**, State
of **Florida**, has named **Robert S. Seligson** located at **4528 Commander Drive (Apt 2013)**,
City of **Orlando**, State of **Florida**, as its agent to accept service of process within Florida.

The street address of the registered office and the street address of the business
of the registered agent are identical.


Robert S. Seligson
President
Date: 7/11/96
27

Having been named to accept service of process for the above-named corporation,
at the place designated in this certificate, I hereby agree to act in this capacity, and I further
agree to comply with the provisions of all statutes relative to the proper and complete
performance of my duties.


Robert S. Seligson
Registered Agent
7/11/96
Date