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LAW OFFICES OF
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FILED
96 SEP 25 AM 8:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

September 6, 1996

100001956731
-09/25/96--01070--005
***122.50 ***122.50

Florida Department of State
Division of Corporations
409 Gaines Street
P. O. Box 6327
Tallahassee, Florida 32314

Dear Sirs:

Enclosed herewith, please find the original and one fully conformed copy of the Articles of Incorporation of Clay Lawn Service, Inc. for filing. In payment of the filing charges and taxes, I have enclosed herewith a check in the amount of \$122.50

Please forward the Articles of Incorporation to the undersigned.

Thank you for prompt attention to this matter.

Very truly yours,

Gary B. Tullis, Esq.

GBT/ad
Enc.

F. CHESNA SEP 26 1996

ARTICLES OF INCORPORATION
OF
CLAY LAWN SERVICES, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation is Clay Lawn Services,

ARTICLE II

This corporation shall have perpetual existence, unless sooner dissolved according to law.

ARTICLE III

General Purpose and Nature of Business

This corporation is organized for the purpose of transacting and engaging in any and all lawful business or activity permitted under the laws of the United States of America and the laws of the State of Florida, as amended.

ARTICLE IV

Capital Stock

This corporation is authorized to issue one thousand (1000) shares of One Dollar (\$1.00) par value common stock which shall be designated as "common stock."

ARTICLE V

No Preemptive Rights Granted

No stockholder of any class of stock of this corporation shall be entitled to preemptive rights to purchase unissued or treasury shares of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares, except to the extent that and upon such terms as the Board of Directors may from time to time determine.

ARTICLE VI

Street Mailing Address of Initial
Registered Office and Name of Initial Resident Agent

The initial street and mailing address of the principal place of business of said corporation is 2876 Greenridge Road, Orange Park, Florida 32073. The initial resident agent is Leroy R. Henry, 2876 Greenridge Road, Orange Park, Florida 32073.

ARTICLE VII
Initial Directors

The number of directors of this corporation initially shall be one (1), which number may be increased or decreased pursuant to the bylaws of the corporation; however, there shall never be less than one director nor more than five directors. The name and address of the initial board of director of this corporation is:

Leroy R. Henry
President

2876 Greenridge Road
Orange Park, Florida 32073

ARTICLE VIII

The name and address of the incorporator signing these articles is:

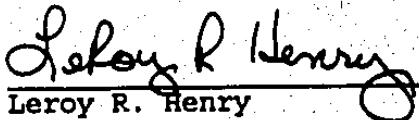
Leroy R. Henry

2876 Greenridge Road
Orange Park, Florida 32073

ARTICLE IX
Amendments

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights conferred upon stockholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, I, Leroy R. Henry, being the incorporator and the original subscriber to the capital stock herein above named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of the State of Florida, do make and file this Certificate and by declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 20 day of September, 1996.


Leroy R. Henry

Certification Designating Place of Business or
Domicile for the Service of Process Within
This State, Naming Agent Upon Which Process
May Be Served

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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

First: That Clay Lawn Service, 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 Jacksonville, County of Duval, State of Florida, has named Leroy R. Henry, 2876 Greenridge Road, Orange Park, Florida 32073 as its agent to accept service of process within the state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-stated 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 Act relative to keeping open said office.

Leroy R. Henry
Leroy R. Henry

Sworn to and subscribed before me
this 20 day of Sept, 1996
appeared Leroy R. Henry, who is personally
known to me or who produced the following
identification _____.

Carol A. Kremsen
Notary Public

CAROL A. KREMSEN
Notary Public (Print)
My Commission Expires:

