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February 21, 1997

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
Attention: Filing Department
409 East Gaines Street
Tallahassee, Florida 32399

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****122.50 ****122.50

SUBJECT: Articles of Incorporation for ENVIROCARE LANDSCAPING,
INC.

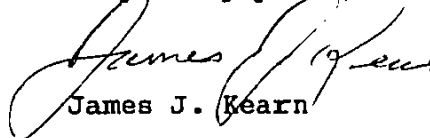
Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Incorporation of ENVIROCARE LANDSCAPING, INC., together with a check in the amount of \$122.50 to cover the filing fee. The original copy, of course, is to be filed in your office. Then please simply stamp the copy of the Articles as filed, and return the stamped copy of the Articles of Incorporation to me at the above address.

Please also fax a copy the certificate of incorporation to my office at the above fax number, and return the original to me by regular mail at the above address.

Thank you for your assistance in this matter. If you have any questions, do not hesitate to contact my office.

Very truly yours,


James J. Kearns

JJK/dh
Encs.

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BSB

FILED
97 FEB 28 AM 11:09
STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
ENVIROCARE LANDSCAPING, INC.**

FILED

97 FEB 28 AM 11:09

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby makes, subscribes to, acknowledges, and files these Articles of Incorporation for the purpose of organizing and incorporating a Corporation for profit under the laws of the State of Florida.

ARTICLE I

The name of the Corporation is ENVIROCARE LANDSCAPING, INC., and it shall be hereinafter referred to as the "Corporation". The address of the principal place of business and principal office of the Corporation, and the mailing address of the Corporation, is 5536 South Ridgewood Avenue, Port Orange, Volusia County, Florida, 32119.

ARTICLE II

The time and date on which corporate existence of this Corporation shall begin is upon the filing and acceptance of these Articles of Incorporation, and this Corporation shall have continuous and perpetual existence thereafter.

ARTICLE III

The general purpose for which the Corporation is organized is to transact any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE IV

The aggregate number of shares which the Corporation shall have authority to issue is 1,000 shares. These shares shall consist of one class only, and that class shall be known as "common shares" of the Corporation. These shares shall have a par value of \$1.00 per share. The initial shareholders, and the number of shares they will initially have, are as follows:

JOHN P. JACKSON - 100 Shares

ARTICLE V

When a new issue of shares of the Corporation is offered by the Corporation for sale in which the consideration to be paid for such issue is to be paid in cash, each existing shareholder shall have the pre-emptive right to purchase his or her pro rata number of shares, or fraction thereof, at the price at which such newly issued shares are offered for sale to other persons.

ARTICLE VI

The name and address of the initial registered agent of the Corporation shall be:

JOHN P. JACKSON
5536 South Ridgewood Avenue
Port Orange, Volusia County, Florida 32119

To signify acceptance of appointment as registered agent, the registered agent named in these Articles has signed these Articles below, pursuant to 607.034, Florida Statutes.

ARTICLE VII

There shall be one (1) director. These articles specifically authorize the establishment and election of additional directors, however, without having to amend these Articles of Incorporation. The name and street address of the initial director of the Corporation is as follows:

JOHN P. JACKSON
5536 South Ridgewood Avenue
Port Orange, Volusia County, Florida 32119

The Director or Directors shall thereafter be selected, replaced, or succeeded as set forth in the By-Laws of the Corporation.

ARTICLE VIII

The original officers of the corporation shall be as follows:

JOHN P. JACKSON - PRESIDENT, SECRETARY, AND TREASURER

The officers shall hereafter be selected, replaced, or succeeded in office, as set forth in the Bylaws of the Corporation.

ARTICLE IX

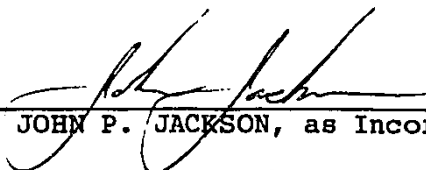
The name and street address of the incorporator of the Corporation is as follows:

JOHN P. JACKSON
5536 South Ridgewood Avenue
Port Orange, Volusia County, Florida 32119

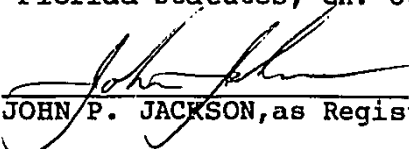
IN WITNESS WHEREOF, the undersigned incorporator, being a natural person who is competent to contract under the laws of

Florida, by these presents does hereby execute, acknowledge, and cause to be delivered to the Florida Department of State these Articles of Incorporation of the Corporation, and requests the Department of State to file these Articles, in accordance with Chapter 607, Florida Statutes;

The undersigned incorporator executed these Articles at Daytona Beach, Volusia County, Florida this 21st day of February, 1997.


JOHN P. JACKSON, as Incorporator

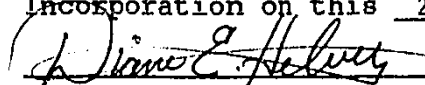
By signing these Articles of Incorporation, I hereby accept being appointed as the Registered Agent of this Corporation, and further certify that I am familiar with, and accept, the obligations imposed upon me by Florida Statutes, Ch. 607.325.


JOHN P. JACKSON, as Registered Agent

ACKNOWLEDGEMENTS

STATE OF FLORIDA
COUNTY OF VOLUSIA

Before me, a Notary Public, personally appeared JOHN P. JACKSON, who is personally known to me to be the person described herein as the Incorporator and as Registered Agent, and who took an oath and executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on this 21st day of February, 1997.



Print Name: Diane E. Helvey
Notary Public
State of Florida at Large
Commission # 1116197
My Commission Expires:

