

P97000033604

SHUMAKER, LOSS & KENDRICK, LLP

ATTORNEYS AT LAW

BARNETT PLAZA SUITE 2800

101 EAST KENNEDY BOULEVARD

TAMPA, FLORIDA 33602

TOLEDO OFFICE

NORTH COURTHOUSE SQUARE

1000 JACKSON

TOLEDO, OHIO 43624-1573

(419) 241-9000

FAX (419) 241-6894

(813) 229-7800

FAX (813) 229-1660

MAILING ADDRESS

POST OFFICE BOX 172609

TAMPA, FLORIDA 33672-0609

WRITER'S DIRECT DIAL NUMBER:

(813) 227-2263

CHARLOTTE OFFICE

227 WEST TRADE STREET

SUITE 2150

CHARLOTTE, NORTH CAROLINA 28202

(704) 375-0057

FAX (704) 332-1197

April 10, 1997

800002140598--2

-04/11/97--01080--023

\*\*\*\*\*70.00 \*\*\*\*\*70.00

VIA FEDERAL EXPRESS

Florida Secretary of State  
409 East Gaines  
Tallahassee, FL 32399

Re: All Phase Landcare & Landscaping Contractor, Inc.

Dear Sir/Madam:

Enclosed please find for filing the Articles of Incorporation for All Phase Landcare & Landscaping Contractor, Inc., together with a check for the required filing fee of \$70.00. Upon filing of the enclosed Articles, please forward to us a file-stamped copy.

If you have any questions please feel free contact me.

Sincerely,

*Amy Recchio*  
Amy W. Recchio  
Legal Assistant

AWR/awr  
Enclosures

FILED  
97 APR 11 AM 8:57  
TALLAHASSEE, FLORIDA

APR 14 1997  
*[Signature]*

**ARTICLES OF INCORPORATION OF  
ALL PHASE LANDCARE & LANDSCAPING CONTRACTOR, INC.**

The undersigned, acting as incorporator of a Florida corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

**ARTICLE I**  
**NAME**

The name of the Corporation is **ALL PHASE LANDCARE & LANDSCAPING CONTRACTOR, INC.**

**ARTICLE II**  
**PRINCIPAL OFFICE AND MAILING ADDRESS**

The address of the Corporation's principal office is 10740 North 56th Street, Suite 193, Temple Terrace, Florida 33617, and the mailing address of the Corporation is 10740 North 56th Street, Suite 193, Temple Terrace, Florida 33617.

**ARTICLE III**  
**PURPOSE**

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of Florida.

**ARTICLE IV**  
**CAPITAL STOCK**

The Corporation is authorized to issue 10,000 shares of common stock, \$.01 par value per share.

**ARTICLE V**  
**INITIAL REGISTERED AGENT AND OFFICE**

The name of the initial registered agent of the Corporation and the street address of the initial registered office of the Corporation are as follows:

| <u>Name</u>     | <u>Address</u>  |
|-----------------|---|
| Mark A. Catchur | 101 East Kennedy Boulevard 97<br>Suite 2800<br>Tampa, Florida 33602 |

FILED  
APR 11 AM 8:57  
2004

ARTICLE VI  
INITIAL BOARD OF DIRECTORS

The Corporation shall have initially one (1) director to hold office until the first annual meeting of shareholders and until his successors have been elected and qualified, or until his earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The name and address of the initial director of the Corporation are:

Name

Address

David M. Fleishman

10740 North 56th Street  
Suite 193  
Temple Terrace, Florida 33617

ARTICLE VII  
INCORPORATOR

The name and address of the person signing these Articles as Incorporator are:

Name

Address

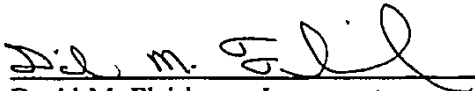
David M. Fleishman

10740 North 56th Street  
Suite 193  
Temple Terrace, Florida 33617

ARTICLE VIII  
INDEMNIFICATION

The Corporation shall indemnify any person who is or was a Director, Officer, employee, or agent of the Corporation or was serving at the request of the Corporation as a Director, Officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 10<sup>th</sup> day of April, 1997.

  
\_\_\_\_\_  
David M. Fleishman, Incorporator


CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is All Phase Landcare & Landscaping Contractors, Inc.
2. The name and address of the registered agent and office is:

Mark A. Catchur  
101 East Kennedy Boulevard  
Suite 2800  
Tampa, Florida 33602

SIGNATURE:  
TITLE:

  
Director

DATE: April 10, 1997

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE:

  
Mark A. Catchur

DATE: April 10, 1997

FILED  
97 APR 11 AM 8 57  
SEC.  
TALLAH.