

797000047945  
TRANSMITTAL LETTER

April 1st, 1997

Department of State  
Division of Corporations (Filing)  
P.O. Box 6327  
Tallahassee, FL 32314

100002132511--2  
-04/03/97--01051--006  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

*Western Communities Lawn Co.*

SUBJECT: ~~South Florida Landscape & Maintenance Co.~~

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$70.00 (Filing Fee: \$35.00 for articles of incorporation filing and \$35.00 for designation of registered agent).

Please forward back to us written confirmation that the enclosed documents have been filed, reviewed and approved by the State of Florida. Thank you.

FROM: Seth T. Weinstein, Esquire  
Counsel for South Florida landscape & Maintenance Co.  
Sokoloff & Weinstein, P.A., Attorneys at Law  
11440 Okeechobee Blvd., Suite 104  
Royal Palm Beach, FL 33411

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 MAY 30 PM 2:49

Sokoloff & Weinstein, P.A. 11440 Okeechobee Boulevard, Suite 104, Royal Palm Beach, Florida 33411

Tel: 407-790-6788/790-4505

Page 1 of 1

(10)

*[Handwritten signature]*

*See 5/30*



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

April 3, 1997

SETH T. WEINSTEIN, ESQ.  
SOKOLOFF & WEINSTEIN, P.A.  
11440 OKEECHOBEE BLVD., SUITE 104  
ROYAL PALM BEACH, FL 33411

SUBJECT: SOUTH FLORIDA LANDSCAPE & MAINTENANCE CO.  
Ref. Number: W9700007818

We have received your document for SOUTH FLORIDA LANDSCAPE & MAINTENANCE CO. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6926.

Teresa Brown  
Corporate Specialist

Letter Number: 497A00016914

## **TRANSMITTAL LETTER**

May 27th, 1997

Attention: Teresa Brown, Corporate Specialist  
Department of State  
Division of Corporations (Filing)  
P.O. Box 6327  
Tallahassee, FL 32314

**SUBJECT: Western Communities Lawn Co.**  
**Ref #:W97000007818**

Previously, we had forwarded an original and one (1) copy of the articles of incorporation and a check for \$70.00 (Filing Fee: \$35.00 for articles of incorporation filing and \$35.00 for designation of registered agent) for South Florida Landscape & Maintenance Co. Via your letter of April 3rd, 1997, we were informed that the name originally requested is unavailable.

As per my conversation with Sheila in the Corporations Department on May 21st, 1997, a preliminary search has indicated that the above name (Western Communities Lawn Co. is available. Enclosed you will find one original and one copy of the Articles of Incorporation and designation of registered agent for Western Communities Lawn Co. The filing fee from the previous attempt, Check #2167 should be credited for payment in full for this new filing.

Please forward back to us written confirmation that the enclosed documents have been filed, reviewed and approved by the State of Florida. Thank you.

**FROM: Seth T. Weinstein, Esquire**  
**Counsel for Western Communities Lawn Co.**  
**Sokoloff & Weinstein, P.A., Attorneys at Law**  
**11440 Okeechobee Blvd., Suite 104**  
**Royal Palm Beach, FL 33411**

Sokoloff & Weinstein, P.A. 11440 Okeechobee Boulevard, Suite 104, Royal Palm Beach, Florida 33411  
Tel: 561-790-6788/790-4505

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 MAY 30 PM 2:49

---

# ARTICLES OF INCORPORATION OF

## Western Communities Lawn Co.

---

We, the undersigned incorporators, for the purpose of forming a corporation under the Florida Corporation Act, **Florida Statute Chapter 607**, hereby associate ourselves and adopt the following Articles of Incorporation:

### ARTICLE I: NAME

The name of the corporation shall be:

Western Communities Lawn Co.

### ARTICLE II: PURPOSE

Western Communities Lawn Co. shall be organized under Florida Statute Chapter 607 as a for-profit corporation with the purpose of operating as a lawn maintenance company offering lawn service to homeowners, consulting services, purchasing/leasing equipment, land acquisition for equipment, etc.

Additionally, Western Communities Lawn Co. shall be organized under Florida law to conduct any lawful activity for which corporations may be organized under the law in the State of Florida.

Western Communities Lawn Co., may invest its corporate funds into real estate,

mortgages, stocks, bonds, and any other type of investments, and may own real and personal property necessary for the rendering of any and all services authorized hereby.

### **ARTICLE III: PRINCIPAL PLACE OF BUSINESS**

The principal place of business of this corporation shall be in the Village of Royal Palm Beach, Palm Beach County, Florida.

### **ARTICLE IV: MAILING ADDRESS**

The mailing address of the corporation shall be 1128 Royal Palm Beach Blvd., #186, Royal Palm Beach, Florida, 33411.

### **ARTICLE V: DESIGNATION OF REGISTERED AGENT**

The name of the registered agent of Western Communities Lawn Co. shall be Seth T. Weinstein, Esquire, of Sokoloff & Weinstein, P.A., Attorneys at Law, 11440 Okeechobee Blvd., Suite 104, Royal Palm Beach, Florida 33411.

### **ARTICLE VI: SHARES**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time shall be one hundred (100) shares with a par value of Five Hundred Dollars (\$500.00) per share, all of which shall be common stock of the same class.

### **ARTICLE VII: OWNERSHIP OF SHARES**

Sheila A. Andrews, acting as Co-Director of Western Communities Lawn Co. shall be issued ninety-nine (99) shares of common stock. Vanessa T. Andrews, acting as Co-Director of Western Communities Lawn Co. shall be issued one (1) share of common stock.

## **ARTICLE VIII: EXISTENCE**

The corporation shall have perpetual existence.

## **ARTICLE IX: BOARD OF DIRECTORS/INCORPORATORS**

The names and post office addresses of the first board of directors/incorporators, who subject to these Articles of Incorporation shall hold office for the first year of the corporation's existence or until their successors are elected and have qualified, are as follows:

- (1) Sheila A. Andrews, Co-Director:  
12810 54th Street North  
The Acreage, Florida 33411
- (2) Vanessa T. Andrews, Co-Director:  
12810 54th Street North  
The Acreage, Florida 33411

## **ARTICLE X: CORPORATE OFFICERS**

In addition to serving as Co-Directors of Western Communities Lawn Co., Vanessa T. Andrews shall serve as President of Western Communities Lawn Co. and Sheila A. Andrews shall serve as Vice President of Western Communities Lawn Co. who subject to these Articles of Incorporation shall hold office for the first year of the corporation's existence or until their successors are elected and have qualified to serve.

## **ARTICLE XI: PROFIT/DEBT SHARING**

All debts and obligations shall be borne among the shareholders in proportion to their relative shares. However, if the debt or obligation arose from a matter outside the scope of Western Communities Lawn Co. or outside the duties of the individual(s) incurring such a debt or obligation with respect to her (their) role(s) in Western Communities Lawn Co., then Western Communities Lawn Co. or its respective

constituents will *not* be liable or responsible for any such debt or obligation in its entirety.

Profit sharing, salaries, dividends and bonuses will be divided among all shareholders in proportion to their respective shares.

#### **ARTICLE XII: DEATH**

Upon the death of a stockholder, his or her shares of stock in this corporation shall not be freely transferrable and shall pass immediately to the remaining stockholders forthwith. The stockholders of Western Communities Lawn Co. shall hold their shares as a "joint tenancy with right of survivorship."

#### **ARTICLE XIII: MANAGEMENT/AFFILIATION**

In furtherance and not in limitation of the powers conferred by statute, the following specific provisions are made for the regulation of the business and conduct of the affairs of Western Communities Lawn Co.

- (1) Such directors/shareholders of Western Communities Lawn Co. shall from time to time create, readdress and amend by-laws for the corporation as the directors/shareholders should see fit.
- (2) Subject always to such by-laws as may be adopted from time to time by the stockholders, the board of directors of Western Communities Lawn Co. is expressly authorized to create, adopt, alter and amend the by-laws of the corporation, but any by-law adopted, altered or amended by the directors may be altered, amended or repealed by the stockholders.
- (3) The corporation shall have such officers as may from time to time be provided in the by-laws and such officers shall be designated in such manner and shall hold their offices for such terms and shall have such powers and duties as may be prescribed by the by-laws or as may be determined from time to time by the board of directors subject to the by-laws.

(4) Subject to the restrictions, if any, as are herein expressed and such further restrictions, if any as may be set forth in the by-laws (not attached), the board of directors of Western Communities Lawn Co. shall have the general management and control of the business and may exercise all of the powers of the corporation except such as may be by statute, or by the articles of incorporation or amendment thereto, or by the by-laws as constituted from time to time, expressly conferred upon or reserved to the stockholders.

#### **ARTICLE XIV: RESERVATION OF RIGHTS**

The directors of Western Communities Lawn Co. reserve the right to amend, alter, change or repeal any provision herein in the manner now or hereafter prescribed by law, and all rights conferred on stockholders herein are granted subject to this reservation.



IN WITNESS WHEREOF, we the undersigned subscribing incorporators, have hereunto set our hand and seals this 27<sup>th</sup> day of May, 1997, for the purpose of forming Western Communities Lawn Co. under the laws of the State of Florida, and we hereby make, subscribe, acknowledge and file in the office of the Secretary of the State of Florida these Articles of Incorporation and certify that the facts herein stated are true.

Sheila A. Andrews  
Sheila A. Andrews, Incorporator

Vanessa Andrews  
Vanessa T. Andrews, Incorporator

STATE OF FLORIDA            )  
COUNTY OF PALM BEACH )

BEFORE ME, the undersigned authority, personally appeared Sheila A. Andrews and Vanessa T. Andrews who, upon being first duly sworn, acknowledged that they executed the foregoing document freely and voluntarily and for the purpose therein expressed.

27<sup>th</sup> WITNESS my hand and official seal in the County and State last aforesaid this day of May, 1997.

Seth T. Weinstein  
Notary Public: State of Florida at Large

My Commission Expires:



SETH TAD WEINSTEIN  
My Commission CC333435  
Expires Dec. 01, 1997  
Bonded by HAI  
800-422-1555

Sokoloff & Weinstein, P.A. 11440 Okeechobee Boulevard, Suite 104, Royal Palm Beach, Florida 33411

Tel: 561-790-6788/790-4505

Page 6 of 6

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT  
REGISTERED OFFICE

Pursuant to the provisions of Florida Statute Section 607.0501 or 617.0501, 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:

**Western Communities Lawn Co.**

(2) The name and address of the registered agent and office is:

**Seth T. Weinstein, Esquire  
Sokoloff & Weinstein, P.A., Attorneys at Law  
11440 Okeechobee Boulevard, Suite 104  
Royal Palm Beach, Florida 33411**

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 MAY 30 PM 2:49

Having been named as registered agent and to accept service of process for 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 provision of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Seth T. Weinstein, Esq.

for: Sokoloff & Weinstein, P.A., Attys at Law