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

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-06/30/97--01038--007
***122.50 ***122.50

SUBJECT: PARADISE GARDENS LANDSCAPE CO., INC.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

\$122.50 Filing Fee and Certified Copy.

FROM:

Andrew R. Lamendola
355 Fountainview Circle, Suite 1A
Oldsmar, Florida 34677

W97-15342

FILED
97 JUL 18 AM 3:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AL JUL 18 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 2, 1997

ANDREW R. LAMENDOLA
355 FOUNTAINVIEW CIRCLE, SUITE 1A
OLDSMAR, FL 34677

SUBJECT: PARADISE GARDENS LANDSCAPE CO., INC.
Ref. Number: W97000015342

We have received your document for PARADISE GARDENS LANDSCAPE CO., INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

CORPORATIONS MUST HAVE ONE CORPORATE SUFFIX, PLEASE REMOVE ONE OF THE LISTED CORPORATE SUFFIXES.

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 (850) 487-6928.

Agnes Lunt
Corporate Specialist

Letter Number: 097A00034637

ARTICLES OF INCORPORATION

OF

PARADISE GARDENS LANDSCAPE CO.

FILED

97 JUL 18 AM 3: 24

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be: PARADISE GARDENS LANDSCAPE CO. The principal place of business shall be 355 Fountainview Circle, Suite 1A, Oldsmar, Florida 34677, Pinellas County.

ARTICLE II. NATURE OF BUSINESS

This corporation is formed to act without limitation, as an landscaping, irrigation, lighting, and maintenance service. This corporation may additionally engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have at any one time is 25,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 355 Fountainview Circle, Suite 1A, Oldsmar, Florida 34677, Pinellas County and the name of

the initial registered agent of the corporation at that address is ANDREW R. LAMENDOLA.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

The Board of Directors shall consist of not fewer than one (1) nor more than seven (7) person(s). The name and street address of the initial Director of the corporation, who shall hold that position for the first year of the corporation or until such earlier time as he may resign or be removed from such position as provided by the corporation's by-laws, is:

Andrew R. Lamendola
Director

355 Fountainview Circle, Suite 1A
Oldsmar, Florida 34677

ARTICLE VII. OFFICERS

The names and street addresses of the initial officers who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Andrew R. Lamendola
President / Vice President
Secretary / Treasurer

355 Fountainview Circle, Suite 1A
Oldsmar, Florida 34677

ARTICLE VIII. SUBSCRIBER

The name and street address of the subscriber to these Articles of Incorporation is:

Andrew R. Lamendola

355 Fountainview Circle, Suite 1A
Oldsmar, Florida 34677

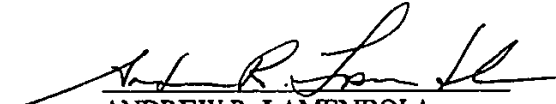
ARTICLE IX. SHAREHOLDER'S PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE X. SPECIAL PROVISIONS

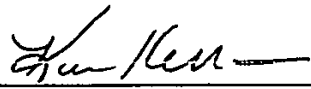
It is the intent of the incorporators that the corporation may qualify under Section 1244 of the Internal Revenue Code and that the corporation may file as an S corporation.

IN WITNESS WHEREOF the undersigned has hereunto set his hand and seal
on this 26 day of JUNE, 1997.


ANDREW R. LAMENDOLA
Subscriber / President

STATE OF FLORIDA)
) ss.
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 26th day of
June, 1997.


NOTARY PUBLIC
State of Florida at Large



My Commission Expires: _____, 19____. Personally known

 or Produced Identification Identification Produced: Florida Drivers License

FILED

97 JUL 18 AM 3:24

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT / REGISTERED OFFICE**

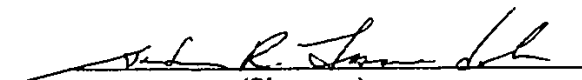
PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES,
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE
STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN
DESIGNATING THE REGISTERED OFFICE / REGISTERED AGENT IN THE
STATE OF FLORIDA.

1. The name of the corporation is **PARADISE GARDENS LANDSCAPE CO.**

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

**ANDREW R. LAMENDOLA
355 FOUNTAINVIEW CIRCLE, SUITE 1A
OLDSMAR, FLORIDA 34677**

*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 obligations of my
position as registered agent*


(Signature)

6.26.97
(Date)