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BLEDSON, SCHMIDT & LIPPES, P.A.

ATTORNEYS AT LAW

JAMES A. BLEDSON, JR.
TERRANCE E. SCHMIDT
HAROLD S. LIPPES

SUITE 1818 - RIVERPLACE TOWER
1301 RIVERPLACE BOULEVARD
JACKSONVILLE, FLORIDA 32207
(904) 398-1818
TELECOPIER (904) 398-7073

STEPHEN K. MOONLY
CHERYL A. ROBERSON

September 16, 1997

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

3000002297593--9
-09/19/97--01007--006
****131.25 ****131.25

Re: Backyard Greens, Inc.

Dear Sir or Madam:

Enclosed is an original and two (2) copies of the articles of incorporation and a check in the amount of \$131.25. This check will cover a filing fee, certified copy and certificate.

Thank you for your assistance with this matter.

Very truly yours,

Harold S. Lippes

Harold S. Lippes

HSL/ccv
Enclosures

21003.1

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 19 AM 10:34

9/22/97

ARTICLES OF INCORPORATION
OF

Backyard Greens, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 19 AM 10:34

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, hereby adopts the following Articles of Incorporation:

Article I

Name

The name of the corporation is Backyard Greens, Inc.

Article II

Duration

This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are filed by the Secretary of State.

Article III

Nature of Business

This purpose for which the corporation is organized is to engage in any activity or business permitted under the laws of the United States and of the State of Florida. Its primary focus is landscaping services with an emphasis on low maintenance products and specializing in the installation of home putting greens which includes putting greens made from artificial products.

Article IV

Capital Stock

(a) Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock with \$1.00 par value per share.

(b) Preemptive Rights. Shareholders shall have preemptive rights.

(c) Cumulative Voting. Cumulative voting shall not be permitted.

Article V

Initial Registered Office and Agent

The street address of the principal office of this corporation is 2820 Beauclerc Road, Jacksonville, FL 32257, Jacksonville, FL 32256. The registered agent of this corporation is Alan Tager of 2820 Beauclerc Road, Jacksonville, Florida 32257.

Article VI

Directors

(a) Number. This corporation shall have two directors initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

(b) Initial Directors. The name and street address of the members of the first board of directors of the corporation are:

<u>Name</u>	<u>Street Address</u>
Alan Tager President/Director	2820 Beauclerc Road Jacksonville, FL 32257
Rodger Steinem Vice President/Director	2820 Beauclerc Road Jacksonville, FL 32257

(c) Compensation. The board of directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

(d) Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

Article VII

Bylaws

The initial bylaws of this corporation shall be adopted by the directors. Bylaws may be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders

specifically provide that such bylaw is not subject to amendment or repeal by the directors.

Article VIII

Incorporator

The name and street address of the incorporator of this corporation is:

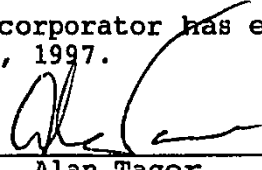
Alan Tager
2820 Beauclerc Road
Jacksonville, FL 32257

Article IX

Amendment

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

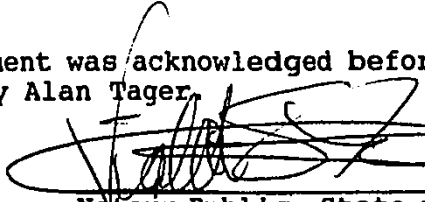
IN WITNESS WHEREOF, the incorporator has executed these Articles this 15th day of September, 1997.



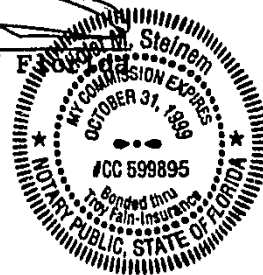
Alan Tager

STATE OF FLORIDA)
COUNTY OF DUVAL)

15th The foregoing instrument was acknowledged before me this day of September, 1997, by Alan Tager.



Notary Public, State of Florida
at Large
My Commission expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED
FOR

Backyard Greens, Inc.

In compliance with Section 48.091, Florida Statutes, the following is submitted:

Backyard Greens, Inc., (a corporation), desiring to organize or qualify under the laws of the State of Florida with its registered office, as indicated in the Articles of Incorporation, has designated the following registered agent and registered office to accept service of process within Florida:

Alan Tager
2820 Beauclerc Road
Jacksonville, FL 32257

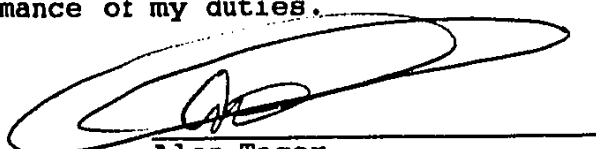
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Alan Tager

Dated: September 15th, 1997.

Acknowledgment

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Alan Tager