

P97000096306

Requestor's Name

A Plus Lawn Care, Inc.
1325 E. Vine St
Kissimmee
Florida
34744

400002343244--2

-11/10/97--01151--002

*****95.00 *****95.00

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

EFFECTIVE DATE

11-5-97

Examiner's Initials

9N 11-12-97

ARTICLES OF INCORPORATION
OF
A PLUS LAWN CARE, INC.

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

ARTICLE I - NAME OF CORPORATION

The name of this corporation shall be: A PLUS LAWN CARE, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually, commencing as of the date of execution of these Articles of Incorporation.

ARTICLE III - PURPOSE

The general purposes for which the corporation is organized are:

1. To transact any lawful business for which corporations may be incorporated under the Florida Corporation Act; and,
2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV - CAPITAL STOCK

1. Number and Class of Shares Authorized; Par Value.

This Corporation is authorized to issue one hundred (100) shares of voting common stock, having a par value of one dollar (\$1.00) per share, which shall be designated Common Stock.

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2. Voting Rights.

The Common Stock shall possess and exercise exclusive voting rights and, at all meetings of the shareholders, each record holder of such stock shall be entitled to one vote for each share held. Shareholders holding Common Stock shall have no cumulative voting rights in any election of directors of the Corporation.

3. Preemptive Rights.

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued, whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares pre-empted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issues of shares, and inviting him to exercise his pre-emptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

4. Notwithstanding the foregoing, the corporation shall have the right to increase its capital stock either with or without par value, and to provide in the event of such increase the designations, preferences, voting powers or restrictions, or qualification of voting powers, of such additional stock, in an amendment to its Certificate of Incorporation.

The street address of the initial registered office of this corporation shall be: 1325 E. VINE STREET, KISSIMMEE, FLORIDA 34744.

The name of the initial registered agent of this corporation at that address shall be: JACK FISHER.

ARTICLE VI - INITIAL OFFICERS

The name and street address of the initial officers of the corporation, who shall hold office for the first year in existence of this corporation or until successors are elected or appointed and have qualified, are:

President: JOSE MANUEL BAEZ SANTIAGO

1325 E. VINE STREET
KISSIMMEE, FLORIDA 34744

Vice President: JACK FISHER

1325 E. VINE STREET
KISSIMMEE, FLORIDA 34744

Secretary: SARA FISHER

1325 E. VINE STREET
KISSIMMEE, FLORIDA 34744

Treasurer: SUE FISHER

1325 E. VINE STREET
KISSIMMEE, FLORIDA 34744

ARTICLE VII - INITIAL DIRECTOR

This corporation shall consists of four (4) director(s) initially. The number of directors may be either increased or decreased from time to time by the Bylaws but shall never be less than one (1). The name and street address of the initial director of the corporation, who shall hold office for the first year in existence of this corporation or until a successor is elected or appointed and has qualified, is:

JOSE MANUEL BAEZ SANTIAGO

1325 E. VINE STREET
KISSIMMEE, FLORIDA 34744

JACK FISHER

1325 E. VINE STREET
KISSIMMEE, FLORIDA 34744

SUE FISHER

1325 E. VINE STREET
KISSIMMEE, FLORIDA 34744

SARA FISHER

1325 E. VINE STREET
KISSIMMEE, FLORIDA 34744

ARTICLE VIII - INCORPORATOR

The following is the name and street address of the
incorporator to these Articles of Incorporation: Jose Manuel Baez Santiago,
1325 E. Vine Street, Kissimmee, Florida 34744.

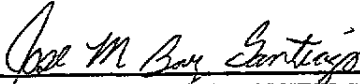
ARTICLE IX - BYLAWS

The shareholders of this corporation shall have the sole power to
establish, enact, alter or repeal bylaws for the management of this
corporation, and the duties of the officers of this corporation shall be
prescribed by such bylaws.

ARTICLE X - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by
law.


IN WITNESS WHEREOF, I have hereunto set my hand and seal this 5 day
of November 1997.


JOSE MANUEL BAEZ SANTIAGO



STATE OF FLORIDA
COUNTY OF OSCEOLA

5 The foregoing instrument was acknowledged before me this
day of NOVEMBER, 1997 by JOSE MANUEL BAEZ SANTIAGO who is personally
known to me or who has produced _____ as
identification and who did/did not take an oath.



Notary Public

Print Name

My Commission Expires: JOHN FISHER
MAY 19 2000.




CERTIFICATE DESIGNATING PLACE OF REGISTERED OFFICE
FOR SERVICE OF PROCESS WITHIN THIS STATE,
NAMING REGISTERED AGENT UPON WHOM
PROCESS MAY BE SERVED

PURSUANT to Chapter 48.091, Florida Statutes, the following is submitted
in compliance with said Act:

THAT A PLUS LAWN CARE, INC. desiring to organize under the laws of the
State of Florida, with its principal office as indicated in the Articles of
Incorporation in the City of Kissimmee County of Osceola, State of Florida,
has named its Registered Agent, Jack Fisher in the City of Kissimmee, County
of Osceola, State of Florida, to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated
corporation, at the place designated in this Certificate, I hereby accept to
act in this capacity and agree to comply with the provisions of said Act
relative to keeping open said office.


JACK FISHER

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