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ACCOUNT NO. : 072100000032

REFERENCE : 611441 158334A

AUTHORIZATION :

COST LIMIT : \$ PPD

FILED
97 NOV 24 PM 12:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : November 24, 1997

ORDER TIME : 11:28 AM

ORDER NO. : 611441-005

CUSTOMER NO: 158334A

CUSTOMER: Richard H. Powell, Esq
POWELL & STROM, P.A.

92 Eglin Parkway Ne

Fort Walton Bea, FL 32549-2167

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DOMESTIC FILING

NAME: LANESCAPE, INC.

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-11/24/97-01063-003

200002355352--0
-11/24/97-01063-003

****131.25 ****131.25
122.50 122.50

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrew Cumper

EXAMINER'S INITIALS:

RECEIVED
97 NOV 24 PM 12:16
DIVISION OF CORPORATION
Dmc
11/24/97

ARTICLES OF INCORPORATION
OF
LANESCAPE, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this corporation shall be LANESCAPE, INC., hereinafter referred to as the corporation.

ARTICLE II

DURATION

The corporation shall exist perpetually, commencing upon the filing of the Articles of Incorporation with the Florida Department of State.

ARTICLE III

PURPOSE

The corporation is organized for the purpose of lawn maintenance and installation and maintenance of irrigation systems and conducting all lawful business not inconsistent with the laws of the State of Florida.

ARTICLE IV

CAPITAL STOCK

The corporation is authorized to issue one thousand (1,000) shares of ONE DOLLAR (\$1.00) par value common stock.

ARTICLE V

PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of the corporation of the same kind, class, or series as that

which he or she already holds, shall have the right to purchase his or her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal office of the corporation is 1114 E. John Sims Parkway #293, Niceville, Florida 32578, and the mailing address of the corporation is 1114 E. John Sims parkway #293, Niceville, Florida 32578.

ARTICLE VII

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 1114 E. John Sims Parkway #293, Niceville, Florida 32578, and the initial registered agent of the corporation at that address is DONALD LANE.

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

The corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial directors of the corporation are:

DONALD LANE

113-B Oak Drive
Eglin Air Force Base FL 32542

COLIN D. HARNEY

2113 E. Lynn Street
Anderson IN 46016

ARTICLE IX

INCORPORATORS

The name and address of the person signing these Articles of Incorporation is:

DONALD LANE

113-B Oak Drive
Eglin Air Force Base FL 32542

ARTICLE X

BY-LAWS

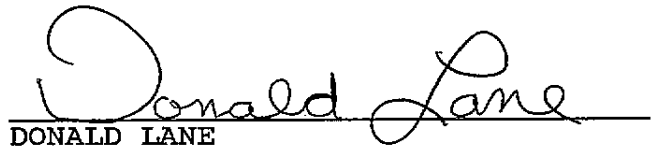
The power to adopt, alter, amend, or repeal the By-Laws shall be vested in the Board of Directors and the shareholders.

ARTICLE XI

SECTION 1244 STOCK

It is the intent of this charter that the Directors may sell the capital stock of the corporation in accordance with the conditions of Sections 1242-1244, inclusive, of the Internal Revenue Code of 1954, as amended.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on the 21 day of NOV, 1997.


DONALD LANE

STATE OF FLORIDA
COUNTY OF OKALOOSA

THE FOREGOING INSTRUMENT was acknowledged before me this 21st day of November, 1997, by DONALD LANE, who is personally known to me or who has produced Florida Drivers License L500-185-70-282-D as identification.

WITNESS my hand and official seal this 21st day of November, 1997.

Richard H. Powell
NOTARY PUBLIC
My commission expires:



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ACCEPTANCE BY REGISTERED AGENT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DONALD LANE, named as Registered Agent in the foregoing Articles of Incorporation, accepts the appointment as Registered Agent and acknowledges that he is familiar with, and accepts, the obligations provided for in § 607.0505 Fla. Stat. (1995).


DONALD LANE