MM1466

THE UNITED STATES **CORPORATION**

ACCOUNT NO. : 07210000032

REFERENCE :

706116

AUTHORIZATION:

COST LIMIT : \$ 122.50

ORDER DATE: February 13, 1998

ORDER TIME : 12:55 PM

ORDER NO. : 706116-005

CUSTOMER NO: 4376832

CUSTOMER: Garey Butler, Esq

HUMPHREY & KNOTT

1625 Hendry Street

P.o. Box 2449

Ft. Myers, FL 33901

DOMESTIC FILING

NAME:

GULFSHORE DESIGNS IN

LANDSCAPING, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

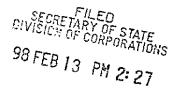
PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

EXAMINER'S INITIALS:

200002430432--9



ARTICLES OF INCORPORATION

OF

GULFSHORE DESIGNS IN LANDSCAPING, 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: The name of this corporation shall be Gulfshore Designs In Landscaping, Inc.

ARTICLE II.

ADDRESS: The mailing address of this corporation is 4515-3 Skyline Blvd., Cape Coral, FL 33914.

ARTICLE III.

NATURE OF BUSINESS: This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV.

CAPITAL STOCK: This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock.

ARTICLE V.

TERM OF EXISTENCE: This corporation shall have perpetual existence.

ARTICLE VI.

INITIAL REGISTERED AGENT AND OFFICE: The name and street address of the initial registered agent and office of this corporation are: Robin M. Mixon, 4515-3 Skyline Blvd., Cape Coral, FL 33914.

ARTICLE VII.

DIRECTORS: The initial Board of Directors shall consist of two (2) members, who need not be residents of the State of Florida or shareholders of the corporation.

ARTICLE VIII.

INITIAL DIRECTORS: The names and addresses of the initial directors who shall hold office for the first year of existence of the corporation or until their successors have been elected and qualified are:

NAME	ADDRESS
Kevin S. Mixon	4515-3 Skyline Blvd. Cape Coral, FL 33914
Robin M. Mixon	4515-3 Skyline Blvd. Cape Coral, FL 33914

ARTICLE IX.

INCORPORATOR: The name and address of the incorporator to these Articles of Incorporation are as follows:

NAME	ADDRESS	
Robin M. Mixon	4515-3 Skyline Blvd.	

Mixon 4515-3 Skyline Blvd. Cape Coral, FL 33914

ARTICLE X.

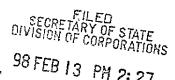
EFFECTIVE DATE: These Articles of Incorporation shall be effective upon approval by the Secretary of State of the State of Florida.

ARTICLE XI.

AMENDMENT: These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders and approved at a shareholders' meeting by a majority of the stock entitled to vote thereon, unless all of the Directors and all of the shareholders sign a written statement manifesting their intention that a certain amendment to the Articles of Incorporation be made.

The undersigned incorporator has executed this Articles of Incorporation this 11th day of February, 1998.

Robin M. Mixón



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Gulfshore Designs In Landscaping, Inc., at the place designated in the Articles of Incorporation, Robin M. Mixon, 4515-3 Skyline Blvd., Cape Coral, FL 33914, agrees to act in this capacity and agrees to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and accepts the duties and obligations of Section 607.0505, Florida Statutes.

Dated: February 11, 1998

Robin M. Mixon