

MARK D. DAVIS

Attorney at Law

The Professional Building

694 Baldwin Avenue

Suite 3

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The Department of State

Division of Corporation

409 E. Gaines Street

Tallahassee, Fl. 32311

February 13, 1998

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-02/18/98--01044--003

****131.50 ****131.50

Re: SCENIC ENVIRONMENTAL SERVICES, INC.

Enclosed is an original and one copy of the Articles of Incorporation and a Designation of Acceptance of Registered Agent for a Florida corporation. Also, enclosed is a check for \$131.50 for filing of the Scenic Environmental Services, Inc.

Please provide a certificate of status, and a certified copy of these articles.

Regards,

Mark D. Davis

Attorney at Law

694 Baldwin Ave., Suite 3

DeFuniak Springs, Fl. 32433

(850) 892-5838

MDD.sd

Enclosures

FILED
98 FEB 18 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Susan GAVE

AUTHORIZATION BY PHONE TO

CORRECT

DATE

DOC. EXAM

2/18/98 Tem

**ARTICLES OF INCORPORATION OF
SCENIC ENVIRONMENTAL SERVICES, INC.**

The undersigned, acting as incorporators of a corporation pursuant to the Chapter 607, Florida Statutes, adopt the following Articles of Incorporation for such corporation:

**ARTICLE ONE
NAME**

The name of the corporation is SCENIC ENVIRONMENTAL SERVICES, INC.

**ARTICLE TWO
CORPORATE DURATION**

The duration of the corporation is perpetual unless dissolves according to law. Corporate existence shall commence at the time these Articles of Incorporation are filed by the Department of State.

**ARTICLE THREE
PURPOSE OR PURPOSES**

The purpose or purposes for which this corporation is organized is:

- (1) To engage in any necessary and lawful business activity allowed by law.

**ARTICLE FOUR
TAX ORGANIZATION**

The Shareholders hereby elect to form a Subchapter S corporation as defined by the United States Code.

**ARTICLE FIVE
CAPITALIZATION**

The number of share of stock that this place corporation is to have outstanding at any one time is (100) and shall have no par value.

The corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than 35 persons. Stock will be issued and transferred only to (i) natural persons, (ii) estates, or (iii) a trust defined in Section 1361 (c)(2) (or its successor section) of the Internal Revenue Code. In addition, no stock shall be issued or transferred to a nonresident alien.

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TALLAHASSEE, FLORIDA

**ARTICLE SIX
REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 694 Baldwin Avenue, Suite 3, DeFuniak Springs, Florida 32433; and the name of its initial registered agent at such address, is MARK D. DAVIS.

**ARTICLE SEVEN
DIRECTORS**

The number of directors constituting the initial board of directors of the corporation is two. The names and addresses of each person who is to serve as a member of the initial board of directors are:

ROBERT LYLE SEIGLER
7450 COUNTY HIGHWAY 280 EAST
DEFUNIAK SPRINGS, FL. 32433

SHANNON RUTH SEIGLER
7450 COUNTY HIGHWAY 280 EAST
DEFUNIAK SPRINGS, FL. 32433

**ARTICLE EIGHT
INCORPORATOR**

The name and address of each incorporator is:

ROBERT LYLE SEIGLER
7450 COUNTY HIGHWAY 280 EAST
DEFUNIAK SPRINGS, FL. 32433

**ARTICLES NINE
OFFICERS**

The name and address of each officer is:

SHANNON RUTH SEIGLER
7450 COUNTY HIGHWAY 280 EAST
DEFUNIAK SPRINGS, FL. 32433
President

ROBERT LYLE SEIGLER
7450 COUNTY HIGHWAY 280 EAST
DEFUNIAK SPRINGS, FL. 32433

Secretary/Treasurer

**ARTICLE TEN
SHARES**

The number of shares of stock as described in articles five above shall be distributed as follows:

<u>NAME:</u>	<u>SHARES:</u>
ROBERT LYLE SEIGLER 7450 COUNTY HIGHWAY 280 EAST DEFUNIAK SPRINGS, FL. 32433	49 shares
SHANNON RUTH SEIGLER 7450 COUNTY HIGHWAY 280 EAST DEFUNIAK SPRINGS, FL 32433	51 shares

**ARTICLE ELEVEN
PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation is 7450 County Highway 280 East, DeFuniak Springs, Florida 32433.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on this 13th day of February, 1998.

Robert Lyle Seigler
ROBERT LYLE SEIGLER

STATE OF FLORIDA
COUNTY OF WALTON

The foregoing was acknowledged before me this 13th day of February, 1998, by ROBERT LYLE SEIGLER, who is personally known to me or who produced _____ identification and who did not take an oath.

Melody L. Hughes
Notary Public (Melody L.) Hughes
My Commission Expires: 7-12-98



MELLODY L. HUGHES
My Commission CC991671
Expires Jul. 12, 1998
Bonded by HAI
800-422-1555

To: The Department of State
Tallahassee, Florida 32304

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

In compliance with Section 607.325 of the Florida General Corporation Act, the following is submitted:

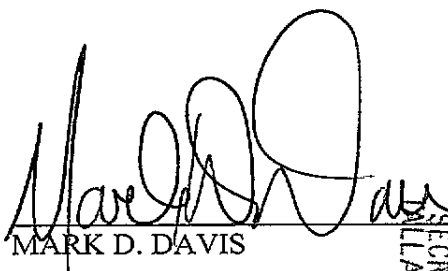
SCENIC ENVIRONMENTAL SERVICES, INC., with its place of business at 7450 County Highway 280 East, DeFuniak Springs, Florida 32433, has named Mark D. Davis, located at 694 Baldwin Avenue, Suite 3, DeFuniak Springs, Florida, 32433 as its agent to accept service of process within Florida.

Dated 2/9, 1998.


ROBERT LYLE SEIGLER
INCORPORATOR

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, and I accept the duties and obligations of Section 607.325 of the Florida General Corporation Act.

Dated February 9, 1998.


MARK D. DAVIS

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 FEB 18 PM 4:30

FILED