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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 FEB 23 PM 3:03

WANDA M. STUMBO  
PO BOX 1984  
PALATKA, FLORIDA 32178  
DECEMBER 8, 1997

FLORIDA DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
PO BOX 6327  
TALLAHASSEE, FLORIDA 32314

200002438312--5  
-02/23/98--01130--015  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

DEAR SIR,

ENCLOSED IS THE ARTICLES OF INCORPORATION FOR DUNCAN LANDSCAPING &  
LAWN MAINTENANCE, INC. IN DUPLICATE. ALSO A CHECK FOR \$70.00 TO  
COVER THE COST OF FILING.

PLEASE SEND ALL CORRESPONDENCE TO:  
WANDA M. STUMBO  
PO BOX 1984  
PALATKA, FLORIDA 32178

SINCERELY,

*Wanda M. Stumbo*  
WANDA M. STUMBO

D. BROWN FEB 24 1998

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ARTICLES OF INCORPORATION  
OF  
DUNCAN LANDSCAPING & LAWN MAINTENANCE, INC.

WE, THE UNDERSIGNED SUBSCRIBERS TO THESE ARTICLES OF INCORPORATION,  
DO HEREBY FORM A CORPORATION UNDER THE LAWS OF THE STATE OF  
FLORIDA.

ARTICLE I. NAME

THE NAME OF THIS CORPORATION IS DUNCAN LANDSCAPING & LAWN  
MAINTENANCE, INC.

ARTICLE II. DURATION OF THE CORPORATION

THIS CORPORATION ~~IS~~ TO EXIST PERPETUALLY.

ARTICLE III. NATURE OF BUSINESS

THE GENERAL PURPOSE FOR WHICH THIS CORPORATION IS INITIALLY  
ORGANIZED SHALL CONSIST OF THE TRANSACTIONS OF ANY OR ALL LAWFUL  
BUSINESS FOR WHICH BUSINESSES MAY BE INCORPORATED UNDER AND  
PURSUANT TO THE FLORIDA GENERAL CORPORATION ACT.

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ARTICLE IV. CAPITAL STOCK

THE CORPORATION SHALL BE AUTHORIZED TO ISSUE COMMON STOCK, OF A SINGLE CLASS, OF A TOTAL OF NOT MORE THAN ONE-HUNDRED (100) SHARES, HAVING PAR VALUE OF \$5.00 PER SHARE.

ARTICLE V. ADDRESS OF REGISTERED OFFICE

THE REGISTERED ADDRESS OF THE PRINCIPAL OFFICE OF THIS CORPORATION IN THE STATE OF FLORIDA IS RT 3 BOX 1861 PALATKA, FLORIDA 32177 AND THE NAME OF ITS INITIAL REGISTERED AGENT WITH SUCH ADDRESS IS JAMES SULLIVAN. THE BOARD OF DIRECTORS MAY FROM TIME TO TIME REMOVE THE REGISTERED OFFICE TO ANY OTHER STREET ADDRESS IN FLORIDA, AND DESIGNATE OTHER PERSONS AS ITS REGISTERED AGENTS, PROVIDED THAT THE REGISTERED AGENT SHALL MEET THE REQUIREMENTS OF LAW.

ARTICLE VI. BOARD OF DIRECTORS

THIS CORPORATION SHALL HAVE A BOARD OF DIRECTORS CONSISTING OF NOT LESS THAN ONE (1) PERSONS. THE NUMBER OF DIRECTORS MAY BE INCREASED OR DIMINISHED FROM TIME TO TIME, BUT SHALL NEVER BE LESS THAN ONE (1). NOTHING IN THESE ARTICLES, HOWEVER, SHALL BE CONSTRUCTED TO PROHIBIT THE BOARD FROM DESIGNATING ONE OF ITS MEMBERS AS AN EXECUTIVE COMMITTEE, WITH FULL POWERS TO ACT FOR AND IN BEHALF OF THE DIRECTORS FOR SUCH PERIOD AND UPON SUCH TERMS AS THE BYLAWS MAY PROVIDE.

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THE NAMES AND ADDRESSES OF EACH PERSON WHO IS TO SERVE AS A  
MEMBER OF THE BOARD OF DIRECTORS IS AS FOLLOWS:

JAMES SULLIVAN  
RT 3 BOX 1861  
PALATKA, FLORIDA 32177

STEVE DUNCAN  
1403 PROSPECT AVE  
PALATKA, FLORIDA 32177

ARTICLE VII. INCORPORATORS

THE PERSON WHO HAS SIGNED AND DELIVERED OR REQUESTED TO BE  
DELIVERED THESE ARTICLES OF INCORPORATION TO THE DEPARTMENT OF  
STATE, STATE OF FLORIDA, IS THE INCORPORATOR OF THIS CORPORATION,  
WHOSE NAMES AND ADDRESSES ARE AS FOLLOWS:

JAMES SULLIVAN  
RT 3 BOX 1861  
PALATKA, FLORIDA 32177

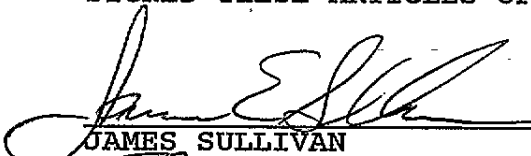
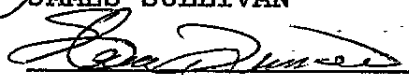
STEVE DUNCAN  
1403 PROSPECT AVE  
PALATKA, FLORIDA 32177

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ARTICLE VIII. DESIGNATION OF REGISTERED AGENT

THERE IS APPENDED TO THESE ARTICLES A CERTIFICATE DESIGNATING A RESIDENT AGENT AND ADDRESS AND PHYSICAL LOCATION OF THE OFFICE, PLACE OF BUSINESS OR LOCATION FOR THE SERVICE OF PROCESS UPON THIS CORPORATION WITHIN THIS STATE. THAT CERTIFICATE IS MARKED "EXHIBIT A" AND IS BY THIS REFERENCE MADE PART OF THESE ARTICLES.

IN WITNESS WHEREOF, EACH INCORPORATOR NAMED IN THESE ARTICLES HAS SIGNED THESE ARTICLES OF INCORPORATION.

  
JAMES SULLIVAN  
  
STEVE DUNCAN

STATE OF FLORIDA

COUNTY OF PUTNAM

I HEREBY CERTIFY THAT ON THIS DAY, BEFORE ME, A NOTARY PUBLIC, DULY AUTHORIZED IN THE STATE AND COUNTY NAMED ABOVE TO TAKE ACKNOWLEDGMENTS, PERSONALLY APPEARED JAMES SULLIVAN AND STEVE DUNCAN KNOWN TO ME TO BE THE PERSONS DESCRIBED AS THE INCORPORATORS IN AND WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND ACKNOWLEDGED BEFORE ME THAT THEY SUBSCRIBED THE SAID ARTICLES OF INCORPORATION.

WITNESS MY HAND AND OFFICIAL SEAL IN THE STATE AND COUNTY AFORESAID.

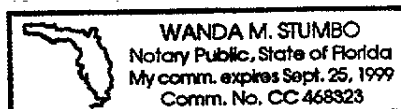
THIS 19<sup>th</sup> DAY OF February, 1998.



NOTARY

WANDA M. STUMBO

Printed Name of Notary



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DUNCAN LANDSCAPING & LAWN MAINTENANCE, INC.

EXHIBIT A

DESIGNATION OF

REGISTERED AGENT

THE ABOVE NAMED CORPORATION DOES HEREBY DESIGNATE JAMES SULLIVAN,  
AN INDIVIDUAL, RESIDENT OF THE STATE OF FLORIDA, AS ITS  
REGISTERED AGENT WITHIN THE MEANING OF THE FLORIDA GENERAL  
CORPORATION ACT, AND FURTHER DESIGNATES RT 3 BOX 1861, PALATKA,  
FLORIDA 32177 AS ITS REGISTERED OFFICE.

DUNCAN LANDSCAPING & LAWN MAINTENANCE, INC.

BY

  
JAMES SULLIVAN

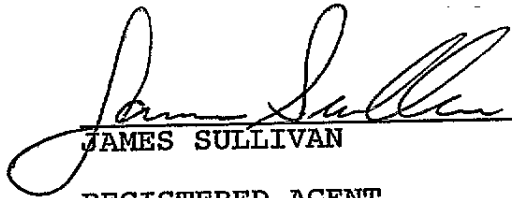
REGISTERED AGENT

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 FEB 23 PM 3:03

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ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

THE UNDERSIGNED HAS BEEN APPOINTED AS REGISTERED AGENT OF DUNCAN  
LANDSCAPING & LAWN MAINTENANCE, INC. AND DOES ACCEPT THAT  
APPOINTMENT AND AGREES TO ACT AS SUCH.

  
\_\_\_\_\_  
JAMES SULLIVAN  
REGISTERED AGENT