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EGP-A

Carney G. Petillo & Associates  
1931 Tiptree Circle Orlando, Florida 32837  
Phone (407) 851-4784

February 26, 1998

State of Florida  
Secretary of State  
Division of Corporations  
The Capitol  
Tallahassee, Florida 32304

Re: Pro Care Landscaping Systems, Inc.

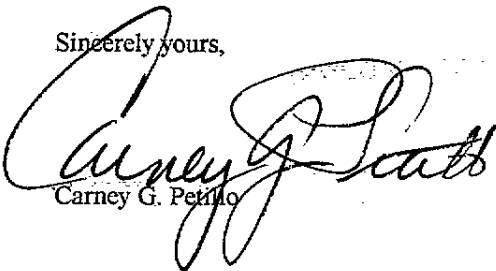
To Whom It May Concern;

Enclosed you will find two (2) copies of the Articles of Incorporation for Pro Care Landscaping Systems, Inc., along with a Check for \$122.50.

The check is in payment of state incorporation fees, and for a certified copy of the Articles of Incorporation. Please return the certified copy to me at the address listed above.

Thank you for your help in this matter, and if you are in need of any further information please contact me directly.

Sincerely yours,

  
Carney G. Petillo

Enclosure

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-03/02/98--01147--005  
\*\*\*122.50 \*\*\*122.50

EFFECTIVE DATE  
2-26-98

Dmc  
2/4/98

FILED  
98 MAR -2 AM 10:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
PRO CARE LANDSCAPING SYSTEMS, INC.**

**FILED**

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida

98 MAR -2 AM 10:30

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

2-26-98

**ARTICLE I. NAME**

The name of the corporation shall be: Pro Care Landscaping Systems, Inc.

**ARTICLE II. PRINCIPAL OFFICE**

The address of the principal office of this corporation shall be: 2822 Trentwood Blvd., Orlando, Florida 32812, and the mailing address shall be the same.

**ARTICLE III. NATURE OF BUSINESS**

This corporation is organized for the purpose of engaging in Commercial and Residential Lawn Care and Maintenance, and may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other State, Country, Territory or Nation.

**ARTICLE IV. CAPITAL STOCK**

Maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 of common stock having no par value per share.

**ARTICLE V. REGISTERED AGENT**

The name of the initial Registered Agent is: Kathy L. Otterbacher

The street address initial Registered Office is: 2822 Trentwood Blvd., Orlando, Florida 32812

**ARTICLE VI. TERM OF EXISTENCE**

This corporation is to exist perpetually. The effective date of this corporation is February 26, 1997.

## ARTICLE VII. DIRECTORS

All corporate powers shall exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and street address of the initial member of the Board of Directors is:


Kathy L. Otterbacher      2822 Trentwood Blvd.. Orlando, Florida 32812

## ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Kathy L. Otterbacher      2822 Trentwood Blvd., Orlando, Florida 32812

The undersigned has (have) executed these Articles of Incorporation this 26<sup>th</sup> day of February, 1998.

  
Signature/Title

\_\_\_\_\_  
Signature/Title

\_\_\_\_\_  
Signature/Title

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida submits the following statement in designating the registered agent/registered office, in the State of Florida.

FILED  
98 MAR -2 AM 10:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. The name of the corporation is:

Pro Care Landscaping Systems, Inc.

2. The name and street address of the incorporator to these Articles of Incorporation is:

Kathy L. Otterbacher  
2822 Trentwood Blvd.  
Orlando, Florida 32812

Signature

Title

Date

Kathy Otterbacher  
President  
2/26/98

HAVING BEE NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature

Date

Kathy Otterbacher  
2/26/98