

LAW OFFICE OF
MICHAEL S. MINOT
ATTORNEY AT LAW
COMMODORE PLAZA

319 RIVER EDGE BLVD., SUITE 218
COCOA, FLORIDA 32922

MICHAEL S. MINOT
DANIEL J. FRIYBERG

TELEPHONE: (807) 639-1300
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March 12, 1998

Secretary of State
The Capitol
Tallahassee, Florida 32302

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Attention: Corporation Division

Reference: Incorporation of G & R IRRIGATION,
LANDSCAPING AND LAWN CARE, INC.

Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Incorporation of R & G IRRIGATION, LANDSCAPING AND LAWN CARE, INC., and Certificate of Resident Agent, together with my check for \$122.50 to cover the filing fee, charter tax, certified copy of Articles and resident agent fee.

After the Charter has been filed, please furnish me with a certified copy of the Articles.

Thank you for your kind assistance in this regard.

Very truly yours,

MICHAEL S. MINOT, ESQ.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 MAR 20 AM 11:06

FILED

MSM/kac

Encls: as noted

CC: Claude H. Latham, Jr.

Ws3/k/miley/latham.sec.of st.

Michael GAVE

AUTHORIZATION BY PHONE TO

CORRECT get 6 certib, art. 1

DATE 3/24/98

DOC. EXAM T.A.

T.A. - 3/24/98

ARTICLES OF INCORPORATION
OF

G & R IRRIGATION, LANDSCAPING
AND
LAWN CARE, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is G & R IRRIGATION, LANDSCAPING AND LAWN CARE, INC.

ARTICLE II - DURATION

The corporation shall exist perpetually.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all business legal under the laws of the State of Florida and of the United States of America.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of capital stock of \$1.00 par value common stock.

ARTICLE V - MEMBERS

The qualification of members and the manner of their admission shall be as regulated by the bylaws.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 319 Riveredge Blvd, Ste 218, Cocoa, Florida 32922. The registered office's mailing address is the same, and the name of the initial registered agent of this corporation is MICHAEL S. MINOT, with a mailing address of 319 Riveredge Blvd., Suite 218, Cocoa, Florida 32922.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The number of persons constituting the first board shall be 3 and their names and addresses are as follows:

Claude H. Latham, Jr. President

David A. Sumner, Vice-President

Mary Sumner Secretary/Treasurer

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator to this corporation is as follows:

MICHAEL S. MINOT, ESQ. 319 Riveredge Blvd., Suite 218, Cocoa, Florida 32922.

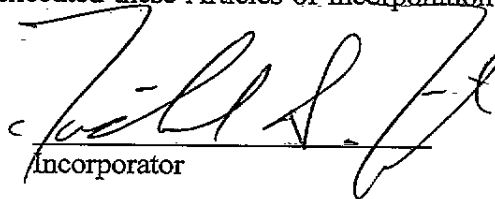
ARTICLE IX - MAILING ADDRESS

The mailing address of this corporation is 28 Moore Avenue, Merritt Island, Florida 32952.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.


IN WITNESS WHEREOF, the undersigned hereby accepts and states that she is familiar with the duties of being a resident agent and has executed these Articles of Incorporation this 13th day of March, 1998.


Incorporator

STATE OF FLORIDA
COUNTY OF BREVARD

BEFORE ME, the undersigned authority, personally appeared, MICHAEL S. MINOT to me well known and known to me to be the Incorporator of this Articles of Incorporation, and she acknowledged to and before me that she executed the same for the purposes therein expressed.

WITNESS my hand and official seal this 13th day of March, 1998.


Notary Public, State of Florida
My Commission Expires:



**STATE OF FLORIDA
DEPARTMENT OF STATE**

CERTIFICATE Designating Place of Business or Domicile for the Service of Process Within this State, Naming Agent Upon Whom Process May be Served and Names and Addresses of the Officers and Directors.

The following is submitted, in compliance with Chapter 48.091, Florida Statutes:

G & R IRRIGATION, LANDSCAPING AND LAWN CARE, INC., a corporation organized under the laws of the State of Florida with its principal office at 28 Moore Avenue, in the city of Merritt Island, County of Brevard, State of Florida has named **MICHAEL S. MINOT**, located at 319 Riveredge Blvd., Suite 218, Cocoa, Florida 32922, as its agent to accept service of process within this State.

Officers and Directors:

<u>Name</u>	<u>Title</u>	<u>Specific Address</u>
Claude H. Latham, Jr.	President	38 Moore Avenue Merritt Island, Fla. 32952
David A. Sumner	Vice-President	38 Moore Avenue Merritt Island, Fla. 32952
Mary Sumner	Secretary/ Treasurer	38 Moore Avenue Merritt Island, Fla. 32952

BY: [Signature]
MICHAEL S. MINOT

ACCEPTANCE:

I agree as Resident Agent to accept Service of Process to keep office open during prescribed hours; to post my name (and other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by Law.

Filing Fee: \$3.00

BY: [Signature]
Resident Agent

FILED
98 MAR 20 AM 11:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA