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March 23, 1998

State of Florida
Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32314

500002467695--4
-03/25/98--01028--013
****122.50 ****122.50

Re: Hy-Tech Lawn Equipment, Inc.

Dear Sir or Madam:

Enclosed are the original and one copy of Articles of Incorporation for Hy-Tech Lawn Equipment, Inc. and the original Designation of Registered Agent.

Would you please see that they are filed appropriately and that a certified copy of Articles of Incorporation is made and returned to the undersigned.

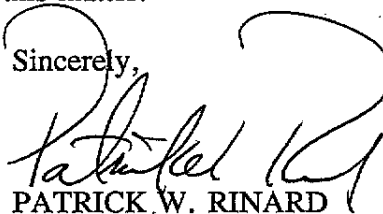
Next you will find enclosed our check in the amount of \$122.50 to cover the following:

1.	Filing Fee for Articles of Incorporation	\$35.00
2.	Certified Copy Fee	52.50
3.	Filing Certificate for Designation of Registered Agent	35.00
	TOTAL	\$122.50

If the above and foregoing are in proper order, please process this at your earliest convenience.

Thank you for your cooperation in this matter.

Sincerely,


PATRICK W. RINARD

PWR:jm
Enclosures

FILED
98 MAR 25 AM 10:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK MAR 27 1998

ARTICLES OF INCORPORATION
OF
HY-TECH LAWN EQUIPMENT, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - CORPORATE NAME

The name of this corporation is HY-TECH LAWN EQUIPMENT, INC.

ARTICLE II - CORPORATE DURATION

The duration of the corporation is perpetual.

ARTICLE III - PURPOSE

The general purpose for which the corporation is organized is to transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE IV - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 2060 Calumet Street, Clearwater, FL 33765.

ARTICLE V - CAPITAL STOCK

The number of shares of capital stock that this corporation is authorized to have outstanding at any one time is 100,000 shares of common stock having a par value of One Cent (\$.01) per share.

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent for the corporation is Robert G. Owens, 2060 Calumet Street, Clearwater, FL 33765.

FILED
98 MAR 25 AM 10:22
STATE
TALLAHASSEE, FLORIDA

ARTICLE VII - INCORPORATOR AND ADDRESS

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

Robert G. Owens
2060 Calumet Street
Clearwater, FL 33765

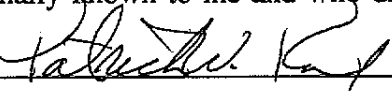
IN WITNESS WHEREOF, the undersigned, as Incorporator, executed these Articles of Incorporation this 23RD of MARCH, 1998.


ROBERT G. OWENS

STATE OF FLORIDA)

COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 23RD day of MARCH, 1998, by ROBERT G. OWENS, who is personally known to me and who did take an oath.



Notary Public
My Commission Expires:
Commission No.



Patrick W Rinard
My Commission CC640216
Expires April 20, 2001

**CERTIFICATE OF DESIGNATION OF
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.

1. The name of the corporation is HY-TECH LAWN EQUIPMENT, INC..
2. The name and address of the registered agent and office is:

Robert G. Owens
2060 Calumet Street
Clearwater, FL 33765

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dated this 23RD day of MARCH, 1998.

HY-TECH LAWN EQUIPMENT, INC.

BY:

Robert G. Owens
ROBERT G. OWENS

Having been named as registered agent 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.

Dated this 23RD day of MARCH, 1998.

Robert G. Owens
ROBERT G. OWENS, Registered Agent