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GUSTAVE W. LARSON (RETIRED)
STEVEN L. JONES

March 26, 1998

OF COUNSEL
JUDITH J. LOFFREDO
(305) 757-8115

Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, Florida 32314

Re: JB's Landscaping & Lawn Maintenance, Inc.

Dear Sirs:

Please file the enclosed Articles of Incorporation; the applicable filing fee is also enclosed. Please return a certified copy thereof to this office.

Thank you for your attention to this matter.

Sincerely yours,

STEVEN L. JONES

SLJ:rhb
Enclosure.

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FILED
98 MAR 30 PM 12:05
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
JB's LANDSCAPING & LAWN MAINTENANCE, INC.

FILED
98 MAR 30 PM 12:05
TALLAHASSEE, FLA 315

The undersigned Incorporator, for the purpose of forming a corporation under the provisions of the Florida Business Corporation Act, adopts the following Articles of Incorporation for said corporation:

ARTICLE I

The name of the Corporation is:

JB's LANDSCAPING & LAWN MAINTENANCE, INC.

ARTICLE II

The Corporation may engage in any activity of business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

The total number of shares of stock which may be issued by this corporation is One Hundred (100) shares of common stock at \$10.00 par value per share. All such stock may be payable in cash, property, labor or services at a just value to be fixed by the Board of Directors at a meeting called for that purpose.

ARTICLE IV

This corporation shall have perpetual existence unless sooner dissolved according to law.

ARTICLE V

The principal office of the corporation shall be at 5900 SW 195th Street, Ft. Lauderdale, Florida 33332.

ARTICLE VI

The name and street address of the initial Registered Agent is:

STEVEN L. JONES
9999 N.E. Second Avenue
Suite 216
Miami Shores, FL 33138

His acknowledgment and acceptance of said designation is attached.

ARTICLE VII

The number of Directors of this Corporation shall be not less than one (1).

ARTICLE VIII

The name and street address of the first Board of Directors of this Corporation, who shall hold office for the first year or until successors are chosen, shall be:

CHARLES JERRY BOSLEY
President/Director
5900 SW 195th Street
Ft. Lauderdale, FL 33332

ARTICLE IX

The name and street address of the person signing these Articles of Incorporation as Incorporator is as follows:

STEVEN L. JONES
9999 N.E. Second Avenue
Suite 216
Miami Shores, FL 33138

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation, this 25 day of March, 1998.

STEVEN L. JONES

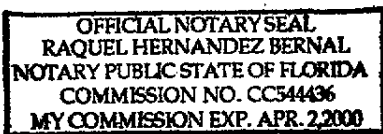
STATE OF FLORIDA)
) ss.
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared STEVEN L. JONES, who is personally known or who produced _____ as identification, known to me to be the person described in and who executed the foregoing Articles of Incorporation, and upon being first duly sworn, on oath, deposes and says, and did acknowledge before me that he is the party who executed and subscribed the foregoing Articles of Incorporation; did further acknowledge that said Articles are the act and deed of the signor and respectfully states that the facts and matters therein set forth are true and correct.

WITNESS my hand and official seal at Miami, Dade County, Florida, this 25 day of March, 1998.

Raquel Hernandez *Seal*
Name: RAQUEL HERNANDEZ BERNAL
Notary Public
State of Florida

My Commission Expires:



CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, JB's LANDSCAPING & LAWN MAINTENANCE, INC., 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:

The name of the Corporation is JB's LANDSCAPING & LAWN MAINTENANCE, INC.

The name and street address of the Registered Agent and Office is:

STEVEN L. JONES
9999 N.E. Second Avenue
Suite 216
Miami Shores, FL 33138

Having been named as Registered Agent and to accept service of process for the above stated Corporation at the place designated in the 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.


STEVEN L. JONES

Date: March 25, 1998

FILED
98 MAR 30 PM 12:05
TALLAHASSEE, FLORIDA
SECRETARY OF STATE