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PLEASE REPLY TO:
LAKE PLACID INTERLAKE ☒
LAKE PLACID CENTRAL ☐
SEBRING OFFICE ☐

March 30, 1998

P980000030744

State of Florida
Department of State
Corporate Division
409 E. Gaines Street
Tallahassee, Florida 32301

100002475981--2
-04/01/98--01098--011
****122.50 ****122.50

Re: Highlands Professional Lawncare, Inc.

Gentlemen:

Enclosed is an original and one copy of the Articles of Incorporation for the above corporation. Please file the original in your offices and certify and return one copy to me.

I am enclosing my office check in the amount of \$122.50, covering:

Filing fee	\$ 35.00
Certificate designating registered agent	\$ 35.00
Certified copy	\$ 52.50
Check enclosed	\$ 122.50

If you have any questions, please do not hesitate to call.

Cordially,

Bert J. Harris, III

BJH:lw

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR -1 AM 9:22

RP
04-03-98

ARTICLES OF INCORPORATION

OF

**HIGHLANDS PROFESSIONAL LAWCARE, INC.
a Florida corporation**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 APR -1 AM 9:22

The undersigned subscriber to these Articles of Incorporation, for the purpose of forming a corporation under the laws of the State of Florida, hereby adopt the following Articles of Incorporation.

ARTICLE I. NAME

The name of this corporation is HIGHLANDS PROFESSIONAL LAWCARE, INC., a Florida corporation.

ARTICLE II. NATURE OF BUSINESS

The general nature of the business to be transacted is:

(a) To engage in every aspect and phase of the lawn care business and to engage in every aspect and phase of related businesses.

(b) To engage in every aspect and phase of investing and reinvesting in real, tangible and intangible property.

(c) To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services, of every class, kind, and description; except that it is not to conduct a banking, safe deposit, trust, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, cooperative association, fraternal benefit society, state fair or exposition.

(d) To conduct business, have one or more offices, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses, in the State of Florida and in all other states and countries.

(e) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

(f) To purchase the corporate assets of any other corporation and engage in the same or other character of business.

(g) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

(h) The foregoing clauses shall be construed both as purposes and powers; and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of the corporation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having a par value of \$1.00 per share. The consideration to be paid for each share shall be as fixed by the board of directors, and may take the form of services rendered, cash, property, or any other form deemed satisfactory by the board of directors.

ARTICLE IV. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V. ADDRESS

The street address of the principal and initial registered office of the corporation in the State of Florida is 4533 Selah Road, Sebring, Florida 33872. The board of directors may from time to time move the principal office to any other address in Florida, and may establish branch offices in such other place or places as may be designated by the board of directors.

ARTICLE VI. DIRECTORS

This corporation shall have one (1) director, initially. The number of directors may be increased or diminished from time to time, by bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. DIRECTORS' POWERS

The board of directors shall have the power to fix or change salaries of the directors and officers, to restrict the transfer of stock by stockholders, to indemnify directors and officers against liability for their good faith acts and omissions, to permit

contracts or other transactions between the corporation and one or more of its directors individually or businesses in which one or more of its directors are interested, and to exercise such other powers of the corporation as are not inconsistent with these articles or with any by-laws that may be adopted by the stockholders.

ARTICLE VIII. ORIGINAL DIRECTORS

The name and address of the members of the first board of directors are:

<u>Name</u>	<u>Address</u>
John Charles Bowen	4533 Selah Road Sebring, Florida 33872

ARTICLE IX. SUBSCRIBERS

The name and street address of the subscribers to these articles of incorporation are:

<u>Name</u>	<u>Address</u>
John Charles Bowen	4533 Selah Road Sebring, Florida 33872

The subscriber of these Articles of Incorporation hereby assigns to this corporation his rights under Section 607, Florida Statutes, to constitute a corporation, and he hereby assigns to those persons designated by the board of directors any rights they may have as subscribers to acquire any of the capital stock of this corporation, these assignments becoming effective when these articles of incorporation have been filed with and approved by the Secretary of State of Florida, and the filing fee and filing tax paid to that official.

ARTICLE X. AMENDMENTS

The corporation reserves the right to amend, alter, change or repeal any provision contained in these articles of incorporation in the manner now or hereafter prescribed by law, and all rights conferred on stockholders herein are granted and subject to this reservation. Each amendment submitted to the stockholders for approval must be approved at a stockholders' meeting by a majority of the stock entitled to vote thereon.

ARTICLE XI. REGISTERED OFFICE AND REGISTERED AGENT

The corporation hereby designates as its registered office, 4533 Selah Road, Sebring, Florida 33872, and as its registered

agent, John Charles Bowen, who is located at the same address for service of process.

IN WITNESS WHEREOF, the undersigned subscriber, has hereunto set his hand and seal this 23 day of January, 1998, for the purpose of forming this corporation under the laws of the State of Florida, and we hereby make and file in the office of the Secretary of State of the State of Florida, these articles of incorporation, and certify that the facts stated are true.

John Charles Bowen
JOHN CHARLES BOWEN
Subscriber

STATE OF FLORIDA
COUNTY OF HIGHLANDS

THE FOREGOING instrument was acknowledged before me this 23 day of January, 1998, by JOHN CHARLES BOWEN who is personally known to me to be the person described as subscriber in and who executed the foregoing Articles of Incorporation and acknowledged before me that he subscribed to these Articles of Incorporation.

VIRGINIA D. HOLT
Notary Public, State of Florida At Large
My Commission Expires July 20, 1998
Commission Number CC394304

Virginia D. Holt
Notary Public, State of Florida
at Large
(affix notarial seal)

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said act relative to keeping open said office.

John Charles Bowen
JOHN CHARLES BOWEN
Registered Agent

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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