



ACCOUNT NO. : 072100000032

REFERENCE : 837942 81002A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : May 29, 1998

ORDER TIME : 8:59 AM

ORDER NO. : 837942-005

CUSTOMER NO: 81002A

CUSTOMER: Michael S. Teal, Esq
CLAYTON & TEAL, P.A.

114 West Rich Avenue

Deland, FL 32720

600002541796--3

-06/01/98--01023--004

***122.50 ***122.50

DOMESTIC FILING

NAME: GREEN SYSTEMS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN -1 PM 12:20

RECEIVED
98 JUN -1 9:48
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
OF
GREEN SYSTEMS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN -1 PM 12: 20

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE ONE:

The name of the corporation is GREEN SYSTEMS, INC.

ARTICLE TWO:

The duration of the corporation is perpetual, with commencement at the time of filing these Articles.

ARTICLE THREE:

The general purposes for which the corporation is organized are:

1. To transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act, or engage in any other trade or business which can, in the opinion of the Board of Directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.
2. Agricultural endeavors, including landscaping design, installation, maintenance, pest control, chemical sales and consulting.
3. To do such other things as are incidental to the foregoing or necessary or desirable to accomplish the foregoing.

ARTICLE FOUR:

The aggregate number of shares which the corporation is authorized to issue is One Hundred (100). Such shares shall be of a single class and shall have a par value of Five Dollars (\$5.00) per share. All shares shall be common stock.

ARTICLE FIVE:

The street address of the initial registered office of the corporation is 720 West Howry Avenue, DeLand, Florida 32720, and the name of its initial registered agent at such address is DOROTHY GRANTHAM.

ARTICLE SIX:

The number of directors constituting the initial board of directors of the corporation is two (2). The name and address of the person who is to serve as a member of the initial board is:

<u>NAME</u>	<u>ADDRESS</u>
DOROTHY GRANTHAM President	720 West Howry Avenue DeLand, FL 32720
MARK GRANTHAM Secretary/Treasurer	621 West Indiana Avenue DeLand, FL 32720

ARTICLE SEVEN:

The name and address of each incorporator is:

NAME

ADDRESS

DOROTHY GRANTHAM
President

720 West Howry Avenue
DeLand, FL 32720

MARK GRANTHAM
Secretary/Treasurer

621 West Indiana Avenue
DeLand, FL 32720

Executed by the undersigned at DeLand, Florida, on the 22nd day of May, 1998.

Dorothy Grantham
DOROTHY GRANTHAM
Incorporator

MARK GRANTHAM
MARK GRANTHAM
Incorporator

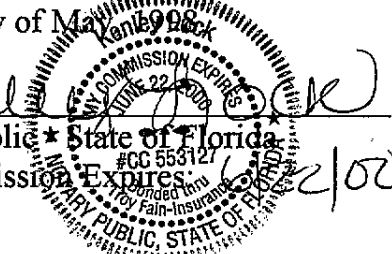
STATE OF FLORIDA
COUNTY OF VOLUSIA

Before me, the undersigned officer, personally appeared DOROTHY GRANTHAM, who is personally known to me or has produced FL DC #G653-198-17-5040 as identification, and who is to me well known to be the person described in and who subscribed to the above Articles of Incorporation, and she did freely and voluntarily acknowledge before me according to law that she made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal at DeLand, Florida, in said County and State, this 22nd day of May, 1998.

(SEAL)

Kenneth J. Cook
Notary Public • State of Florida
My Commission Expires: 6/22/00



STATE OF FLORIDA
COUNTY OF VOLUSIA

Before me, the undersigned officer, personally appeared MARK GRANTHAM, who is personally known to me or has produced FL DL # G653-541-53-22/00 as identification, and who is to me well known to be the person described in and who subscribed to the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal at DeLand, Florida, in said County and State, this 22nd day of May, 1998.

(SEAL)


Notary Public, State of Florida
My Commission Expires 22/00



MST/abo/greensystem.art

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN -1 PM 12:20

Certificate Designating Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May be Served

In compliance with Section 48.091, the following is submitted:

That GREEN SYSTEMS, INC., desiring to organize under the laws of the State of Florida, with its principal place of business, as indicated in the Articles of Incorporation at 720 West Howry Avenue, DeLand, FL 32720, has named DOROTHY GRANTHAM, located at 720 West Howry Avenue, DeLand, FL 32720, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

GREEN SYSTEMS, INC.

By: Dorothy Grantam
Registered Agent