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ACCOUNT NO. : 072100000032

REFERENCE : 835695 82009A

AUTHORIZATION : Patricia Pujate

COST LIMIT : \$ 70.00

ORDER DATE : May 28, 1998

ORDER TIME : 11:30 AM

ORDER NO. : 835695-005

CUSTOMER NO: 82009A

CUSTOMER: Mr. Mark Zand
EXECUTIVE EQUIPMENT LEASING,
INC.
Suite 110
300 S. Pine Island Road
Plantation, FL 33324

800002542788--3

DOMESTIC FILING

NAME: P & G LAWN SERVICES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN -1 PM 3:30

86 RECEIVED
98 JUN -1 PM 2:32
DIVISION OF CORPORATION

FILED
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DIVISION OF CORPORATIONS
98 JUN -1 PM 3:30

ARTICLES OF INCORPORATION
OF
P & G LAWN SERVICES, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

P & G LAWN SERVICES, INC.

The address of the principal office of this corporation shall be 5732 Lincoln Street, Hollywood, Florida 33021, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 300 South Pine Island Road, Suite 110, Plantation, Florida 33324, and the name of the initial registered agent of the corporation at that address is Steven Fischer.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Peter Sgarlata	5732 Lincoln Street
Dir./Pres./Treas.	Hollywood, Florida 33021

ARTICLE VII. INCORPORATOR

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

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of
Corporation Service Company, has hereunto set their hand
and seal of Corporation Service Company, on June 1, 1998.

CORPORATION SERVICE COMPANY

By: 
Its Incorporator, Karen B. Rozar

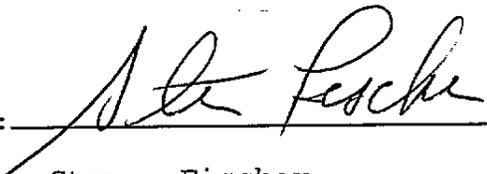
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ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

Steven Fischer, an individual residing in this state having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: 
Steven Fischer

das