

P98000058108



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 852180 7156558

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : June 11, 1998

ORDER TIME : 10:54 AM

ORDER NO. : 852180-005

CUSTOMER NO: 7156558

CUSTOMER: Mr. Sterling C. Blake
STERLING C. BLAKE

1128 E. Donegan Avenue

Kissimmee, FL 34744

800002557708--3
-06/12/98--01005--008
****122.50 ****122.50

DOMESTIC FILING

NAME: STERLING SILVER SCAPE, 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: Tamara Odom

EXAMINER'S INITIALS:

2557-611
W98-13547

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 11 AM 10:31

RECEIVED
98 JUN 11 PM 4:06
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 12, 1998

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: STERLING SILVER SCAPE, INC.
Ref. Number: W98000013547

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 JUN 11 AM 10:31

DIVISION OF CORPORATION

98 JUN 29 PM 3:25

RECEIVED

We have received your document for STERLING SILVER SCAPE, INC.. However, the document has not been filed and is being returned for the following:

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 398A00032969

RESUBMIT

Please give original
submission date as file date.

Please back date +
issue certified copy.

Thank you.

**ARTICLES OF INCORPORATION
OF
STERLING SILVER SCAPE, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 11 AM 10:31

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 shall be Sterling Silver Scape, Inc.

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be:

1342 E. Vine St., #450
Kissimmee, FL 34744

ARTICLE III

NATURE OF BUSINESS AND POWERS

1. The nature of this business to be conducted or promoted and the purpose of the Corporation are to engage in any lawful act or activity for which corporations may be organized under the General Corporation Act of Florida, including, but not limited to landscaping, sodding and irrigation.

2. In furtherance of its corporate purposes, the Corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by the General Corporation Act of Florida.

ARTICLE IV

CAPITAL STOCK

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is:

10,000 shares of common stock.

ARTICLE V

REGISTERED AGENT AND REGISTERED OFFICE

The name and street address of the Registered Agent is:

Connie L. Wombles
631 Eastern Ave.
St. Cloud, FL 34769

ARTICLE VI

INCORPORATOR

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

Sterling C. Blake
1342 E. Vine St., #450
Kissimmee, FL 34744

ARTICLE VII

BOARD OF DIRECTORS

This Corporation shall have one Director initially. The number of directors may be increased or decreased from time to time by By-Laws adopted by the Stockholders, but shall never be less than one.

ARTICLE VIII

INITIAL DIRECTOR

The name of the Initial Director of this Corporation and his address is:

Sterling C. Blake
1342 E. Vine St., #450
Kissimmee, FL 34744

The person named as Initial Director shall hold office for the first year of existence of this Corporation or until his successors are elected or appointed and have qualified, whichever comes first.

ARTICLE IX

INDEMNIFICATION

The Corporation shall indemnify any incorporator, officer or director or any former incorporator, officer or director to the full extent permitted by law.

ARTICLE X

AMENDMENT

The Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved by a majority of the Board of Directors, unless all of the Directors sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI

TERM OF EXISTENCE

This Corporation shall have perpetual existence, commencing upon the filing of these articles.

ARTICLE XII

BYLAWS

The power to adopt, amend or repeal bylaws for the management for this Corporation shall be vested in the Board of Directors of the shareholders, but the Board of Directors may not amend or repeal any bylaws adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the Board of Directors.

ARTICLE XIII

SUBCHAPTER S ELECTION


This Corporation shall elect to be treated as a small business corporation under Subchapter S of the Internal Revenue Code of 1986, as amended.

ARTICLE XIV

SECTION 1244 STOCK

This Corporation shall elect to issue its capital stock subject to the provisions of Section 1244 of the Internal Revenue Code of 1986, as amended.

In witness whereof, the undersigned, as Incorporator and President, has executed the foregoing Articles of Incorporation this 6-10-98 day of June, 1998.


STERLING C. BLAKE
Incorporator and President

Sterling Silver Scape, Inc.
Declaration Of Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 11 AM 10:31

Having been named as Registered Agent and 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.

Cornie L. LeDoux
Signature of Registered Agent

6-25-98
Date