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LAW OFFICES OF  
GEORGE P. ORD, P.A.  
340 ROYAL PALM WAY  
SUITE 100  
PALM BEACH, FLORIDA 33480

GEORGE P. ORD, ESQ.  
BOARD CERTIFIED CIVIL TRIAL LAWYER

TELEPHONE (407) 655-4060  
FAX (407) 832-5436

August 19, 1998

Division of Corporations  
Office of Secretary of State  
409 East Gaines Street  
Tallahassee, Florida 32399

100002620801--6  
-08/20/98--01043--003  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Florida Mulch Recycling, Inc.

Gentlemen:

Enclosed is the original and one copy of Articles of Incorporation for the above corporation. Please file the original and have the copy certified and returned to me.

Also enclosed is my check in the amount of \$122.50.

Thank you for your help in this matter.

Very truly yours,

  
George P. Ord

GPO/cg  
Enclosure

FILED  
98 AUG 20 AM 10:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

W 8-21-98

**ARTICLES OF INCORPORATION**  
**OF**  
**FLORIDA MULCH RECYCLING, INC.**

ARTICLE I - NAME

The name of the corporation is:

**FLORIDA MULCH RECYCLING, INC.**

ARTICLE II - PRINCIPAL OFFICE

The principal office address of the corporation is 340 Royal Palm Way, Suite 100, Palm Beach, Florida 33480, and the mailing address of the corporation is identical to the principal office address of the corporation.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be formed under Chapter 607, Florida General Corporation Act.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is 1,000 shares. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

ARTICLE V - REGISTERED OFFICE AND AGENT

The street address of the corporation's initial registered office is 340 Royal Palm Way, Suite 100, Palm Beach, Florida and the name of its initial registered agent at that office is GEORGE P. ORD.

**FILED**  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

#### ARTICLE VI - DIRECTORS

The number of directors constituting the initial Board of Directors of the corporation is one (1). The name and address of the individual who is to serve as the member of the initial Board of Directors is:

<u>Name</u>	<u>Address</u>
George P. Ord	340 Royal Palm Way, Suite 100 Palm Beach, Florida 33480

#### ARTICLE VIII - SUBSCRIBERS

The name and address of subscriber to these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
George P. Ord	340 Royal Palm Way, Suite 100 Palm Beach, Florida 33480

#### ARTICLE VIII - INDEMNIFICATION

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

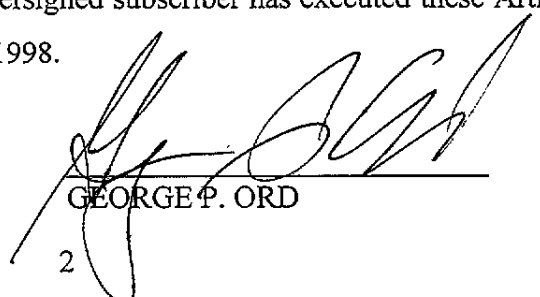
#### ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

#### ARTICLE X - REMOVAL OF DIRECTORS

The shareholders shall have the right at any regular meeting or at any special meeting called for such purpose, to remove any director of the corporation with or without cause.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 19th day of August, 1998.

  
\_\_\_\_\_  
GEORGE P. ORD

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me by GEORGE P. ORD, who is personally known to me.

Witness my hand and official seal this 19th day August, 1998.

Catherine A. Graham

Notary Public

Catherine A. Graham

Name of Notary - Printed/Typed

My Commission expires:

(SEAL)



CERTIFICATE OF DESIGNATION  
REGISTERED OFFICE/REGISTERED AGENT

**FLORIDA MULCH RECYCLING, INC.**

Pursuant to the provisions of Section 617.0501, Florida Statutes, the following statement designating its registered office/registered agent in the State of Florida is submitted by **FLORIDA MULCH RECYCLING, INC.**, a Florida corporation:

1. The name of the corporation is: **FLORIDA MULCH RECYCLING, INC.**
2. The name and address of the registered agent for the corporation is:

George P. Ord, Esquire  
340 Royal Palm Way, Suite 100  
Palm Beach, Florida 33480

and the address of the corporation's registered office is the same as the address  
such registered agent.

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**ACKNOWLEDGMENT:**

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.

  
\_\_\_\_\_  
GEORGE P. ORD  
Registered Agent