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Robert M. and Patricia D. Macomber
2311 Mark Avenue
Punta Gorda, Florida 33950
(941) 629-3232

August 28, 1998

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Re: Articles of Incorporation of
Reliable Landscape Management, Inc.

To Whom It May Concern:

Enclosed for filing please find the original and one (1) copy of the Articles of Incorporation for **RELIABLE LANDSCAPE MANAGEMENT, INC.**, along with a check in the amount \$70.00 for your filing fee. I would appreciate it, if you could please file at your earliest convenience. Thank you for your assistance in this matter.

If you require any additional information or have any questions regarding the enclosed documents, please do not hesitate to contact me.

Yours very truly,

Robert M. Macomber

enclosures

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APPROVED
AND
FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK SEP 4 1998

ARTICLES OF INCORPORATION OF
RELIABLE LANDSCAPE MANAGEMENT, INC
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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I, the undersigned, ROBERT M. MACOMBER, do hereby prepare these Articles of Incorporation for the purpose of forming a corporation for profit as provided under the laws of the State of Florida.

I. NAME

The name of the corporation shall be RELIABLE LANDSCAPE MANAGEMENT, INC

II. PURPOSE

The said corporation is to be in the business of engaging in any and all activities allowable under the laws of the State of Florida.

III. GENERAL POWERS

The Association shall have the following powers:

(a) To buy, sell, trade, exchange and otherwise transfer and assign all types of real, personal and mixed property, and more specifically to engage fully for the purpose contained in Article II above.

(b) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property or any interest therein, wherever situated.

(c) To lend money to, and use its credit to assist, its officers and employees in accordance with the Florida Statute 607.141.

(d) To construct, buy, own, sell, lease, and operate such buildings and other structures and facilities as may be deemed necessary and proper in connection with the conduct of the business of said corporation.

(e) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

(f) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds and other obligations and secure

and of its obligations by mortgage or pledge of all or any of its property and income.

(g) To conduct its business, carry on its operations, and have offices and exercise the powers granted by Florida Statute 607.011, and to exercise all other powers provided by law to be exercised by corporations.

IV. DURATION

This corporation is to have perpetual existence, or is to exist until dissolved by operation of law.

V. REGISTERED OFFICE

The principal office and mailing address of the corporation is to be located at 2311 Mark Avenue, Punta Gorda, Florida 33950, Charlotte County, Florida.

VI. MANAGEMENT

This corporation shall have one (1) director, elected in accordance with the corporation by-laws. The affairs and business of this corporation shall be conducted by the Board of Directors and a President/Vice-President/Secretary/Treasurer, all of whom will be elected annually by the members of the corporation.

VII. DIRECTORS

The names and post office addresses of the first Board of Directors of this corporation are as follows:

ROBERT M. MACOMBER
2311 Mark Avenue
Punta Gorda, Florida 33950.

VIII. OFFICERS

The Officers shall consist of four (4) offices. The names of the Officers are:

ROBERT M. MACOMBER
President/Vice President
PATRICIA D. MACOMBER
Treasurer/Secretary

These officers shall hold office for the first year of the corporation's existence or until their successors have been elected and have qualified.

IX. STOCK

Said corporation is hereby authorized to have outstanding at any time, a maximum of one hundred (100) shares of common stock with one dollar (\$1.00) par value; no other class or type of stock

to be issued. Each share of stock shall entitle the owner thereof to one (1) vote.

X. SHAREHOLDERS

The name and post office address of each shareholder hereto, the number of shares of stock each agrees to take, and the amount to be paid therefore, are as follows:

60 Shares to be held by ROBERT M. MACOMBER, 2311 Mark Avenue, Punta Gorda, Florida 33950.

40 Shares to be held by PATRICIA D. MACOMBER 2311 Mark Avenue, Punta Gorda, Florida 33950

XI. RESIDENT AGENT

The names and addresses of the resident agents of the corporation are:

ROBERT M. MACOMBER
2311 Mark Avenue
Punta Gorda, Florida 33950

XII. BY-LAWS

The By-laws of the Association shall be adopted by the Board of Directors, and may be altered, amended or rescinded by a majority of the Board of Directors present at any regular or special meeting called for that purpose.

IN WITNESS WHEREOF, I have hereunto subscribed my name this

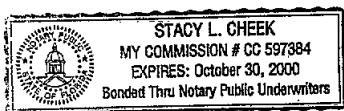
28 day of August, 1998.

Robert M. Macomber
ROBERT M. MACOMBER

STATE OF FLORIDA
COUNTY OF CHARLOTTE

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgements, personally appeared ROBERT M. MACOMBER, to me known to be the person described herein or who has produced as identification a FL drivers lic and who did take an oath and executed the foregoing instrument and who acknowledged before me that he executed the same.

WITNESS my hand and seal in the County and State last aforesaid this 28th day of August, 1998.



Stacy L. Cheek
Notary Public

APPROVED
AND
FILED
98 AUG 31 PM 12:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA