CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P9800077484

Ini-scape Landscape and Design, Inc.

Signature

Name

Walk-In _

Requested-by:

Will Pick Up _

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ARTICLES OF INCORPORATION

OF

UNI-SCAPE LANDSCAPE AND DESIGN, INC.

ARTICLE I. CORPORATION NAME

The name of this corporation is:

UNI-SCAPE LANDSCAPE AND DESIGN, INC.

4667 Woodstock Rd.

St. James City, Florida 33956

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 500 shares of common stock with a par value of \$1.00 per share.

ARTICLE IV. TERM OF EXISTENCE

This Corporation shall have perpetual existence commencing upon issuance of the certificate of incorporation from the Secretary of State.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

CLAUDE MEMOLI, JR.

4667 Woodstock Rd.

St. James City, Florida 33956

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by By Laws adopted by the stockholders,

but shall never be less than one.

ARTICLE VII. INITIAL DIRECTORS

The name of the initial director of this Corporation and his street address is:

CLAUDE MEMOLI, JR.

4667 Woodstock Rd.

St. James City, Florida 33956

The person named as initial director shall hold office for the first year of existence of this Corporation or until his successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE VIII. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

CLAUDE MEMOLI, JR.

4667 Woodstock Rd.

St. James City, Florida 33956

ARTICLE IX. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

			IN WITNE	SS WHER	EOF,	the undersigned	i, as ir	corporate	or, has
ex	ecuted	the	foregoing	Articles	of	Incorporation	on	lst	day
of_	Septer	mber	,1 9 _98						

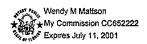
INCORPORATOR

CLAUDE MEMOLI, JR.

BEFORE ME, a Notary Public, personally appeared

CLAUDE MEMOLI, JR. to me known to be the person described as Incorporator or who has produced his drivers licenses as identification and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on September 1 ,19 98 ,.

My Commission expires:



Notary Public

Wendy M. Mallson

When Ifmale In.

I hereby am familiar with and accept the duties and responsibilities as registered agent for UNI-SCAPE LANDSCAPE AND DESIGN, INC.

CLAUDE MEMOLI, JR.

Registered Agent

BEFORE ME, a Notary Public, personally appeared CLAUDE MEMOLI, JR. to me known to be the person described as Registered Agent or who has produced his drivers license as identification and who executed the foregoing instrument and he acknowledged before me that he executed the same.

WITNESS my hand and official seal this September 1 ___, 19 98

Notary Public

My Commission expires:

Wendy M Mattson

Why Commission CC652222

Expires July 11, 2001

Wendy M. Maltson

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