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SHEPHERD, McCABE AND COOLEY  
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October 5, 1998

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LONGWOOD, FLORIDA 32750  
TELEPHONE (407) 830-9191  
FAX #(407) 830-9049

State of Florida  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

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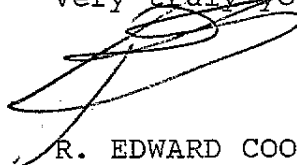
RE: Incorporation of T L C LAWN CARE, INC.

\*\*\*122.50 \*\*\*\*\*78.75

Dear Sirs:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-named corporation, together with my check in the amount of \$122.50. Please return to the undersigned a date stamped copy of the Articles of Incorporation and a Certificate of Incorporation.

Very truly yours,



R. EDWARD COOLEY

REC:cw  
Encl.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION OF  
T L C LAWN CARE, INC.

The undersigned subscriber to the Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation will be T L C LAWN CARE, INC. and the principal place of business of the corporation shall be 206 Caddie Court, DeBary, FL 32713.

ARTICLE II. NATURE OF BUSINESS

The 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 that this corporation is authorized to have outstanding at any one time is 5,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV. REGISTERED AGENT NAME AND ADDRESS

The street address of the initial registered agent of the corporation is 1450 SR 434 West, Suite 200, Longwood, Florida 32750 and the name of the initial registered agent of the corporation is R. EDWARD COOLEY.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and four directors initially. The name and street address of the initial

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TALLAHASSEE, FLORIDA

officer(s) and director(s) who shall hold office for the first year of the corporation, or until his successor is elected or appointed, is:

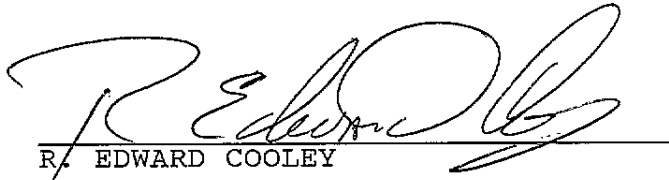
TONY D. ALEXANDER  
206 Caddie Ct.  
DeBary, FL 32713

P/D.

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is R. EDWARD COOLEY, 1450 SR 434 West, Suite 200, Longwood, Florida 32750.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this \_\_\_\_\_ day of October, 1998.

  
R. EDWARD COOLEY

Sworn to and subscribed before me this \_\_\_\_\_ day of October, 1998.

Notary Public, State of Florida  
CYNTHIA L. WERNER


My commission expires:

Personally known \_\_\_\_\_ OR Produced Identification \_\_\_\_\_

Type of Identification Produced \_\_\_\_\_

ACCEPTANCE BY REGISTERED AGENT

I HEREBY am familiar with and accept the duties and responsibilities as registered agent for said corporation.

  
R. EDWARD COOLEY

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