

# P98000107947

## TRANSMITTAL LETTER

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

700002722827--2  
-12/28/98--01020--017  
\*\*\*\*157.50 \*\*\*\*\*78.75

SUBJECT: SUNSHINE MULCH, INC.  
(proposed corporate name - must include suffix)

Enclosed is an original and (1) copy of the Articles of Incorporation and a check for:

☐ \$70.00      ☒ \$78.75  
Filing Fee      Filing Fee  
                    & Certificate

☐ \$122.50      ☐ \$131.25  
Filing Fee      Filing Fee  
& Certified      & Certified  
Copy              Copy &  
                    Certificate

ADDITIONAL COPY REQUIRED

FROM:                      ACTION ACCOUNTING, INC.  
                                635 BREVARD AVE.  
                                COCOA, FLORIDA 32922-7807  
                                (407) 638-4744

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 DEC 28 PM 1:41

NOTE: PLEASE PROVIDE THE ORIGINAL AND ONE COPY OF ARTICLES

EFFECTIVE DATE  
1-1-99

12-30  
45

ARTICLES OF INCORPORATION  
OF  
SUNSHINE MULCH, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I. NAME

The name of this corporation shall be:

SUNSHINE MULCH, INC.

and shall perform all business under the name of:

SUNSHINE MULCH, INC.

ARTICLE II. PRINCIPAL OFFICE

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

635 BREVARD AVE.  
COCOA VILLAGE  
COCOA, FL. 32922-7807

ARTICLE III. SHARES

This corporation is authorized to issue 10000 shares of common stock with a par value of \$0.01 , which shall be designated "common shares".

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#### ARTICLE IV. PURPOSE

This corporation is organized for the purpose of transacting any and/or all lawful business.

#### ARTICLE V. DURATION

This corporation shall commence JANUARY 01, 1999 and shall have perpetual existence.

#### ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE VII. SHAREHOLDER/OFFICER LIABILITY

The personal liability of any of the shareholders, and/or the officers, of the above corporation is limited to their respective percentage of stock ownership as compared to all of the issued stock.

#### 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. INITIAL BOARD OF DIRECTORS**

This corporation shall have 1 directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The names and addresses of the initial directors of this corporation are:

MICHAEL HICKEY  
305 FERNWOOD DRIVE  
ROCKLEDGE, FL. 32955

**ARTICLE X. SALE OF SHAREHOLDERS STOCK**

If any shareholder desires to sell his/her corporate stock, they must first offer it for sale back to the corporation, and second to the existing remaining shareholders, at the initial price paid by the selling shareholder, for the stock. If after a period of 30 days, neither the corporation, nor the existing shareholders pick up their option to purchase this stock, then said shareholder may offer his/her stock for sale to the highest bidder.

ARTICLE XI. INCORPORATOR

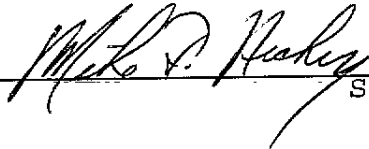
The name(s) and street address(es) of the  
incorporator(s) to these Articles of Incorporation is(are):

MICHAEL HICKEY  
30~~S~~ FERNWOOD DRIVE  
ROCKLEDGE, FL. 32955

ARTICLE XI. AMENDMENTS

This corporation reserves the right to amend or repeal  
any provision contained in these Articles of Incorporation,  
or any amendment hereto, by a majority vote of the Board of  
Directors, and any right conferred upon the shareholders is  
subject to this reservation.

IN WITNESS WHEREOF the undersigned incorporator(s)  
has(have) executed these Articles of Incorporation on this  
19 day of DECEMBER, 1998.



Signature

Signature

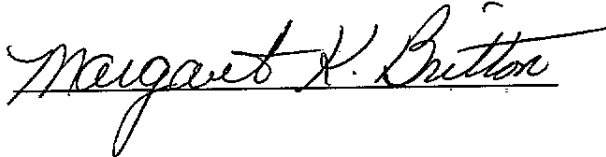
Signature

NOTE: Affixing an officer title after a signature of an  
incorporator does not constitute the designation of officers.

STATE OF FLORIDA COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me, a Notary  
Public duly authorized in the State and County named above to  
take acknowledgements, personally appeared **MICHAEL HICKEY**,  
known to be the person described as subscriber in and who  
executed the foregoing Articles of Incorporation, and who  
acknowledged before me that he/she/they subscribed to those  
Articles of Incorporation.

WITNESS my hand and official seal in the County and  
State named above this 19 day of DECEMBER, 1998.



Notary Public



Margaret K. Britton  
My Commission CC750325  
Expires June 11, 2002

seal

CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED OFFICE, IN THE STATE OF FLORIDA.

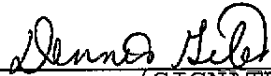
1. The name of the corporation is:

SUNSHINE MULCH, INC.

2. The name and address of the registered agent and office is:

DENNIS GILES  
635 BREVARD AVE..  
COCOA, FL. 32922-7807

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 am familiar with and accept the obligations of my position as registered agent.



(SIGNATURE)

DECEMBER 19, 1998

(DATE)

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL.  
32314