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JOSEPH P. HOFFMAN
3616 EVANS AVE.
FORT MYERS, FLORIDA 33901
(941) 936-6488

December 28, 1998

SECRETARY OF STATE
CORPORATE RECORDS BUREAU
P.O. BOX 632
TALLAHASSEE, FL. 32301

FREDDIE BRUNER HOME AND YARD, INC.

TO WHOM IT MAY CONCERN

Enclosed are the Articles of Incorporation and a check to pay for the following:

- a. \$ 35.00 for filing fee
- b. \$ 35.00 for registration fee
- c. \$ 52.50 for a certified copy

When completed, please send to the above address.

Thank you for your consideration.

Very truly yours

JOSEPH P. HOFFMAN ESQ.

FILED
99 JAN 11 PM 4:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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99 JAN 11 PM 4:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

FREDDIE BRUNER HOME AND YARD, INC.

(A Florida Corporation)

The undersigned hereby petition for the formation of a corporation under the laws of the State of Florida, with and under the following charter:

ARTICLE I

The name of this corporation shall be FREDDIE BRUNER HOME AND YARD, INC.

ARTICLE II

The general nature of the business to be transacted shall be maintenance and restoration of lawns and to otherwise engage in any activity or business permitted under the Laws of the United States of America and this State.

ARTICLE III

The authorized capital stock of this corporation shall consist of 1000 shares of common stock of \$ 1.00 par value each, all or part of said stock to be issued from time to time as may be determined by the Board of Directors. On dissolution or liquidation of the corporation, the holders of stock shall be entitled to distribution ratable as their holdings may appear upon the stock record of the corporation.

ARTICLE IV

The corporation shall have perpetual existence.

ARTICLE V

The business of this corporation shall be managed by a Board of Directors consisting of two or more members, as may be provided by the by-laws.

ARTICLE VI

The names and post office address of the first Board of Directors of this corporation, who, subject to the provisions of these Articles, the By-Laws of this Corporation, and the Laws of the State of Florida, shall hold office for the first year of this corporation's existence or until their successors are elected and have qualified, are as follows:

| NAME | OFFICE | ADDRESS |
|----------------|----------------|------------------------------|
| FREDDIE BRUNER | President - | 1129 Moody Road |
| | Secretary - | N. Fort Myers, Florida 33903 |
| CHERYL BRUNER | Vice-President | 1129 Moody Rd. |
| | Treasurer | N. Ft. Myers, Florida 33903 |

ARTICLES VII

The Registered Agent for the purpose of complying with Florida Law shall be FREDDIE BRUNER. The registered post office address of this corporation shall be 1129 Moody Rd., N. Fort Myers, Florida 33903.

ARTICLE VIII

The post office address of the principal office of this corporation until otherwise determined by the stockholders or Board of Directors shall be 1129 Moody Rd., N. Fort Myers, Florida 33903 and branch offices may be maintained at such places in the State of Florida, and in the United States of America and in foreign countries as from time to time be authorized by the stockholders of Board of Directors of this corporation.

ARTICLE IX

The names and post office addresses of the Subscribers of these Articles of Incorporation and the number of shares of the capital

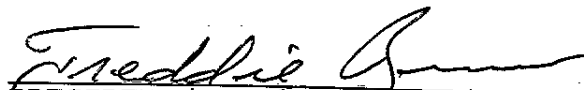
stock of this corporation subscribed by the said Subscribers of these Articles of Incorporation are as follows:

| <u>NAME</u> | <u>ADDRESS</u> | <u>NUMBER OF SHARES</u> |
|----------------|---|-------------------------|
| FREDDIE BRUNER | 1129 Moody Rd., N. Fort Myers, Florida 33903 | 100 |
| CHERYL BRUNER | 1129 Moody Rd., N. Ft. Myers, Florida 33903 | 100 |

ARTICLE X

The regulations of conduct of the affairs of this corporation, the issuance of certificates of capital stock of this corporation, the voting rights of the holders of the shares of the capital stock of this corporation, are vested in the shareholders.

IN WITNESS WHEREOF, the undersigned subscribers have hereunto set their hands and seals in the City of Ft. Myers, County of Lee, State of Florida this 28 day of December, 1998.


PRESIDENT/FREDDIE BRUNER

STATE OF FLORIDA
COUNTY OF LEE

BEFORE ME, the undersigned authority, personally appeared FREDDIE BRUNER, who being by me first duly sworn, says that he is one of the subscribers to the foregoing Articles of Incorporation, said Articles were signed in good faith and it is intended in good faith to carry out the purposes and objects set forth herein.

WITNESS my hand and seal this 28 day of December, 1998.


Notary Public

My Commission Expires:



Joseph P. Hoffman
MY COMMISSION # CC627678 EXPIRES
March 9, 2001
BONDED THRU TROY FAIR INSURANCE, INC.

CERTIFICATE DESIGNATION PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE
SERVED.


In pursuance of Chapter 48,091, Florida Statutes, the following
is submitted in compliance with said act:

FIRST; That FREDDIE BRUNER HOME AND YARD, ^{INC.} desiring to organize under
the Laws of State of Florida with its principal office, as indicated
in the Articles of Incorporation at 1129 Moody Rd., N. Ft. Myers,
Florida 33903, County of Lee, State of Florida, has named FREDDIE
BRUNER, 1129 Moody Rd., N. Ft. Myers, FLORIDA 33903 State of
Florida, as its agent to accept service of process within the State.

ACKNOWLEDGMENT;

Having been named to accept service of process for the
above state corporation, at place in this certificate, I hereby accept
to act in this capacity, and agree to comply with the provisions of
said act relative to keeping open said office.

By:


FREDDIE BRUNER

Registered Agent

FILED
99 JAN 11 PM 4:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA