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Members
American Institute of CPA's
Florida Institute of CPA's
Tax Division - AICPA

March 16, 1999

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

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-03/17/99--01061--012
****122.50 ****78.75

Gentlemen:

Enclosed please find Transmittal Letter and two (2) copies of fully executed Articles of Incorporation for *J & D's Complete Lawn Care & Maintenance, Inc.* Also enclosed is J & D Check #504 dated March 16, 1999 in the amount of \$122.50 to cover the Filing Fee & Certified Copy.

I would greatly appreciate a faxed copy of the *stamped* Articles of Incorporation at your earliest convenience. Please fax to 407-242-5987.

If you have any questions, please don't hesitate to call me.

Very truly yours,



DAVID E. SHEIN
Certified Public Accountant

DES/can
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 17 AM 8:06

ARTICLES OF INCORPORATION

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

ARTICLE I NAME

The name of the corporation shall be:

J & D's Complete Lawn Care & Maintenance, Inc.

ARTICLE II PRINCIPAL OFFICE

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

2785 School Drive, NE
Palm Bay, FL 32905

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,000

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

Jeffrey D. Robitaille
2785 School Drive, NE
Palm Bay, FL 32905

ARTICLE V INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

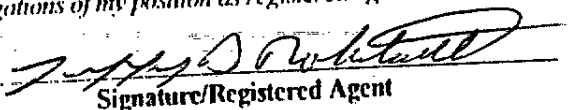
Jeffrey D. Robitaille
2785 School Drive, NE
Palm Bay, FL 32905


Signature/Incorporator

3-16-99
Date

(An additional article must be added if an effective date is requested.)

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


Signature/Registered Agent

3-16-99
Date

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