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CERTIFIED MEDIATOR  
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FLORIDA BAR 1971  
NEW YORK BAR 1970  
FEDERAL BAR 1974  
TRIAL BAR 1983

August 17, 1999

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32301

RE: **ARTICLES OF INCORPORATION**  
**LANDSCAPE USA, INC.**

800002963419--4  
-08/18/99-01070-013  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Gentlemen:

Enclosed please find the original and one copy of Articles of In-  
Corporation for:

**LANDSCAPE USA, INC.**

Also, enclosed please find our check in the amount of \$78.75 for  
the filing of this corporation.

Very truly yours,

*Anthony J. Titone*  
ANTHONY J. TITONE  
Attorney at Law

AJT/sr  
enclosure

FILED  
99 AUG 18 PM 12:51  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

8-24-99  
4

**FILED**  
99 AUG 18 PM 12:51  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION  
OF  
LANDSCAPE USA, INC.**

The undersigned incorporator of these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I. - NAME**

The name of the Corporation shall be:

**LANDSCAPE USA, INC.**

**ARTICLE II. - NATURE OF THE BUSINESS**

This Corporation may engage in any activity 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 of stock that this corporation is authorized to have outstanding at this time is:

- A. Five Hundred (500.00) shares of voting common stock, par value (\$1.00) per share; and

**ARTICLE IV. - TERM OF EXISTENCE**

The corporation is to exist perpetually.

**ARTICLE V. - ADDRESS**

The initial street address of the registered office of this corporation in the State of Florida shall be **14923 Paddock Drive, Wellington, FL 33414.**

The initial principal office address of the corporation shall be **14923 Paddock Drive, Wellington, FL 33414.**

**ARTICLE VI. - REGISTERED AGENT**

The Registered Agent of this corporation shall be **RICHARD FICARELLI**, a resident of Palm Beach County, in the State of Florida, and having offices located at **14923 Paddock Drive, Wellington, FL 33414**.

Having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, I am familiar with and accept the obligations, duties and responsibilities of the position of Registered Agent, pursuant § 607.0505, Florida Statutes.

I do hereby accept the duties and responsibilities as Registered Agent.

Accepted: **August 16, 1999**.

LANDSCAPE USA, INC.

By: 

**RICHARD FICARELLI**  
Registered Agent

**FILED**  
99 AUG 18 PM 12:51  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLE VII. - OFFICERS AND DIRECTORS**

This corporation shall have up to Three (3) Directors, One (1) initially. The affairs of the Corporation will be managed by the shareholders until such time as Directors are designated as provided by the By-Laws.

**ARTICLE VIII. - INCORPORATOR**

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

Name and Address

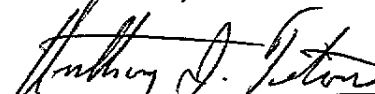
Anthony J. Titone, Esquire  
ANTHONY J. TITONE, P.A.  
7471 West Oakland Park Boulevard  
Suite 110  
Fort Lauderdale, Florida 33319

**ARTICLE IX. - AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law.

**IN WITNESS WHEREOF**, the undersigned has executed these Articles of Incorporation on **August 16, 1999**.

LANDSCAPE USA, INC.



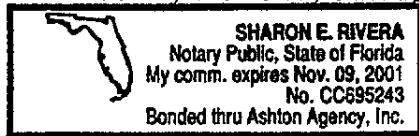
**BY: ANTHONY J. TITONE, ESQUIRE**  
**AS: Incorporator**

STATE OF FLORIDA     )

COUNTY OF BROWARD )

Before me, a Notary Public, authorized to take acknowledgments in the State and County set forth above, personally appeared **ANTHONY J. TITONE**, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation, and who did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, on **August 16, 1999**.



  
\_\_\_\_\_  
Signature of Notary Public

**Sharon Rivera**  
\_\_\_\_\_  
Typed/Printed Name of Notary Public  
Notary Public, State of Florida

My Commission Expires:

**This Instrument Prepared By:**  
**Anthony J. Titone, Esquire**  
**ANTHONY J. TITONE, P.A.**  
**7471 West Oakland Park Boulevard**  
**Suite 110**  
**Fort Lauderdale, Florida 33319**  
**954/742-2224**  
**F.B.N. 0139524**