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November 23, 1999

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

RE: Panhandle Lawn and Sprinkler, Inc.

Dear Madame or Sir:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-referenced corporation along with a check in the amount of \$87.50 for the following:

filing fee	\$35.00
certified copy	\$ 8.75
registered agent designation	\$35.00
certificate under seal	\$ 8.75
Total	<u>\$ 87.50</u>

Please endorse your approval of the Articles of Incorporation on the duplicate copy, certify, and return it.

Thank you for your attention and assistance in this matter.

Sincerely,

Karey A. Collins
Karey A. Collins,
Paralegal to John Jay Gontarek

/kac
Enclosures: as stated

FILED
99 NOV 24 PM 3:10
SECRETARY OF STATE
TALLAHASSEE FLORIDA

S. Thompson NOV 30 1999

ARTICLES OF INCORPORATION
OF
PANHANDLE LAWN AND SPRINKLER, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Corporation is PANHANDLE LAWN AND SPRINKLER, INC.
(hereinafter referred to as the "Corporation")

ARTICLE II - DURATION

This Corporation shall exist perpetually, commencing upon the filing of the Articles of Corporation by the Department of State.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of lawn service and for any other purpose not prohibited under the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock.

ARTICLE V - PRE-EMPTIVE 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 thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The Street address of the initial registered office of this Corporation is 230 Wynn Haven Beach Road, Mary Esther, Florida 32569, and the initial registered agent for this Corporation at that address is JACK R. HINESLEY.

I hereby am familiar with and accept the duties and responsibilities as registered agent for said Corporation.

The principal office and mailing address is 230 Wynn Haven Beach Road, Mary Esther, Florida 32569. This is also the principal office and mailing address of the Corporation.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time but shall never be less than one. The names and addresses of the initial directors of this Corporation are:

JACK R. HINESLEY
230 Wynn Haven Beach Road
Mary Esther, FL 32569

VICKI A. HINESLEY
230 Wynn Haven Beach Road
Mary Esther, FL 32569

ARTICLE VIII - INCORPORATOR

The name and address of the Incorporator signing these Articles is:

JACK R. HINESLEY
230 Wynn Haven Beach Road
Mary Esther, FL 32569

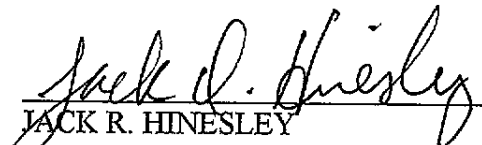
ARTICLE IX - BY-LAWS

The power to adopt, alter, amend, or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

ARTICLE X

It is the intent of this charter that the Directors may sell the capital stock of this Corporation in accordance with the conditions of Sections 1242-1244, inclusive, of the Internal Revenue Code.


IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 23 day of November 1999.


JACK R. HINESLEY
Incorporator and Registered Agent

STATE OF FLORIDA)
COUNTY OF OKALOOSA)

BEFORE ME, the undersigned, authority, appeared JACK R. HINESLEY who has produced FL Drivers License as identification and who is the person described in the foregoing Articles of Incorporation of PANHANDLE LAWN AND SPRINKLER, INC., and he acknowledged to and before me that he executed said Articles of Incorporation for the purpose therein described

WITNESS my hand and official seal this 23rd day of November, 1999.

 Karey A Collins
My Commission CC858687
Expires September 20, 2003


NOTARY PUBLIC

FILED
99 NOV 24 PM 3:10
TALLAHASSEE FLORIDA
SECRETARY OF STATE