

✓58447

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(City/State/Zip/Phone #)

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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Rest...*

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Cliff's Total Lawn Care, Inc.

DOCUMENT NUMBER: _____

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

David N. Morrison

(Name of Contact Person)

Morrison & Caudill, PL

(Firm/ Company)

9010 Strada Stell Court, #105

(Address)

Naples, FL 34109

(City/ State and Zip Code)

For further information concerning this matter, please call:

David N. Morrison

(Name of Contact Person)

at (239) 530-3222

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☒ \$35 Filing Fee

(Previously
sent)

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 10, 2007

DAVID N MORRISON
9010 STRADA STELL CT STE 105
NAPLES, FL 34109

SUBJECT: CLIFF'S TOTAL LAWN CARE, INC.
Ref. Number: V58447

We have received your document for CLIFF'S TOTAL LAWN CARE, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Articles of Correction must be filed within 30 days of the file date of the document that is being corrected. As the time period for filing Articles of Correction has expired, an amendment to the articles of incorporation could be filed at this time.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6927.

Tracy Smith
Document Specialist

Letter Number: 907A00002136

Articles of Amendment
to
Articles of Incorporation
of

Cliff's Total Lawn Care, Inc.

(Name of corporation as currently filed with the Florida Dept. of State)

(Document number of corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")
(A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

See attached amended and restated Articles of Incorporation
of Cliff's Total Lawn Care, Inc.

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

(continued)

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TALLAHASSEE FLORIDA

The date of each amendment(s) adoption: January 1, 2006

Effective date if applicable: January 1, 2006
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by

(voting group)"

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signature

Clifford B. Reiselt
(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Clifford B. Reiselt

(Typed or printed name of person signing)

Initial Incorporator

(Title of person signing)

FILING FEE: \$35

These Amended and Restated Articles of Incorporation shall replace those certain Articles of Incorporation dated on or about June 24, 1996. In the event the terms of the prior articles and these Amended and Restated Articles of Incorporation shall conflict, the terms of these Amended and Restated Articles of Incorporation shall control.

AMENDED AND RESTATED ARTICLES OF INCORPORATION OF CLIFF'S TOTAL LAWN CARE, INC.

In accordance with Florida law, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following sample articles of incorporation for a company corporation the purpose of organizing a business corporation.

ARTICLE I

The name of the Corporation is CLIFF'S TOTAL LAWN CARE, INC.

ARTICLE II

The existence of the Corporation shall begin as of June 1, 1996. The Company shall conduct any lawful business.

ARTICLE III

The street address of the principal office of the Corporation is 226 Monterey Drive, Naples, Florida 34119.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 100, par value \$1.00 per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 226 Monterey Drive, Naples, Florida 34119.

ARTICLE VI

The initial board of directors shall consist of not less than one member. The name and address of the person(s) who will serve on the initial board of directors are:

Clifford B. Reiselt
226 Monterey Drive
Naples, Florida 34119

ARTICLE VII

The name and street address of the person signing these articles of incorporation is:

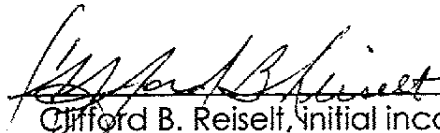
Clifford B. Reiselt
226 Monterey Drive
Naples, Florida 34119

ARTICLE VIII

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation as of August 17, 1992.

ACCEPTANCE OF REGISTERED AGENT: Having been named to accept service of process for CLIFF'S TOTAL LAWN CARE, INC. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to Florida law.



Clifford B. Reiselt, initial incorporator