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(City/State/Zip/Phone #)

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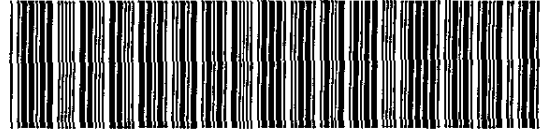
(Business Entity Name)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Handwritten signature*

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OF COUNSEL:  
BERNARD C. MUSZYNSKI  
1005 WEST EMMETT STREET  
KISSIMMEE, FLORIDA 34741

May 20, 2003

Secretary of State  
Division of Corporations  
The Capitol  
Tallahassee, Florida 32304

RE: A 1 1 LAWN SERVICE INC.

Dear Sir/Madam:

I am enclosing herewith an original and a copy of Articles of Incorporation for the above named corporation. In addition, a check in the sum of \$78.75 is enclosed which represents the following fees:

Filing Fee	35.00
Certified Copy	8.75
Registered Agent Fee	<u>35.00</u>
Total	\$ 78.75

Please file the original of the enclosed Articles of Incorporation and return the certified copy to the undersigned. I have enclosed a self-addressed stamped envelope for your use.

Your prompt attention to this matter is greatly appreciated.

Respectfully Submitted,

  
Mary Anne Lukacs  
For the Firm

Enclosures

**Articles of Incorporation  
for**

**A 1 1 LAWN SERVICE, INC.**

The undersigned natural person, as Incorporator for the purpose of forming a Corporation for profit under the provisions of Chapter 607, Florida General Corporation Act, of the Florida Statutes, does hereby adopt the following Articles of Incorporation:

**Article I  
Name of Corporation**

The name of this corporation shall be A 1 1 LAWN SERVICE INC.

**Article II  
Purposes**

The general nature of the business to be transacted by this corporation is to engage in every aspect and phase of providing lawn service to the general public and any activities or business permitted under the laws of the United States and Florida.

**Article III  
Capital Stock**

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be 1,000 shares of common stock at \$1.00 per share par value.

The consideration to be paid for each share shall be payable in lawful money or property, labor or services.

Each shareholder shall have the first right to purchase shares (and securities convertible into shares) of any class, or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares she holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his preemptive rights.

**Article IV  
Duration**

This corporation shall have perpetual existence.

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**Article V**  
**Board of Directors**

The corporation shall have a Board of Directors consisting of at least one person. The number of Directors may be increased or decreased from time to time by a resolution of the majority of the Shareholders but shall never be less than one. The name and address of the initial Directors of this corporation are:

Dario Rodriguez  
16903 S.W. 115 Avenue  
Miami, Florida 33157

Marilyn Rodriguez  
16903 S.W. 115 Avenue  
Miami, Florida 33157

**Article VI**  
**Informal Shareholder Action**

Any action that may be taken at a Shareholder's meeting may be taken without a meeting if consent in writing, setting forth the action so taken, shall be signed by all the Shareholders entitled to vote upon such action and filed with the Secretary of the corporation as part of the corporate records.

**Article VII**  
**Informal Director Action**

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

**Article VIII**  
**Indemnification**

The corporation may indemnify any officer or director, or any former officer or director in the manner set out and provided for in the bylaws of this corporation.

**Article IX**  
**Bylaw Amendment**

The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the Board of Directors provided that such amendment be in compliance with the laws of Florida governing a Corporation.

**Article X**  
**Registered Agent**

The address of this corporation's initial registered office and the designated initial registered agent at said address is as follows:

**MaryAnne Lukacs, Esquire**  
**1825 Coral Way**  
**Miami, Florida 33145**

**Article XI  
Incorporator**

The name and address of the Incorporator is as follows:

Dario Rodriguez  
16903 S.W. 115 Avenue  
Miami, Florida 33157

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**Article XII  
Corporate Address**

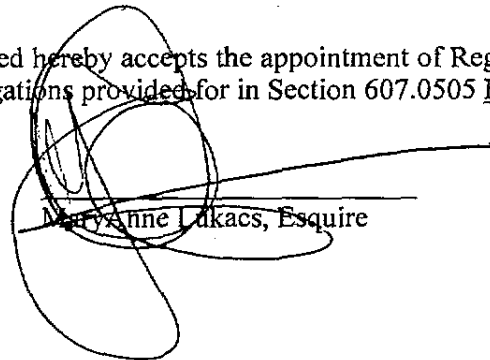
The mailing address of the corporation is as follows:

16903 S.W. 115 Avenue  
Miami, Florida 33157

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation in the State of Florida, on May 19, 2003.


  
\_\_\_\_\_  
Dario Rodriguez, Incorporator

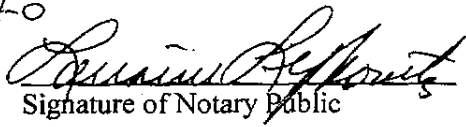
IN WITNESS WHEREOF, the undersigned hereby accepts the appointment of Registered Agent, and states that she is familiar with, and accepts the obligations provided for in Section 607.0505 Florida Statutes.

  
\_\_\_\_\_  
Maryanne Lukacs, Esquire

STATE OF FLORIDA            )  
                                          )SS  
COUNTY OF MIAMI DADE    )

The preceding or attached instrument was acknowledged before me on May 19, 2003 by Dario Rodriguez, of A 1 1 Lawn Service, Inc., a Florida corporation, on behalf of the corporation. He is personally known to me or has produced Florida State Identification as identification and did take an oath.  
#R362-160-68-224-0

 Lorraine Lefkowitz  
MY COMMISSION # DD048268 EXPIRES  
October 27, 2005  
BONDED THRU TROY FAIN INSURANCE, INC.

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

LORRAINE LEFKOWITZ  
\_\_\_\_\_  
Print Name of Notary Public

Place Notary Stamp Above This Line