

**ARTICLES OF INCORPORATION**  
**OF**  
**WINDHAM LANDSCAPE & IRRIGATION, INC.,**  
**AN ALABAMA CORPORATION**

1st # 1998-51405

The undersigned, whether one or more, for the purpose of forming a corporation under the Alabama Business Corporation Act, hereby adopt the following:

**ARTICLE ONE**

**NAME**

The name of the corporation is Windham Landscape & Irrigation, Inc.

**ARTICLE TWO**

**PURPOSE**

The purposes for which the corporation is organized are: to furnish landscaping services, to engage in any lawful business or activities related to the stated purpose, and to transact any or all lawful business for which corporations may be organized under the Alabama Business Corporation Act.

**ARTICLE THREE**

**REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is:

202 North Timothy Drive, Columbiana, AL 35051

The initial registered agent at that address is:

Jeffrey S. Windham

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ARTICLE FOUR

CAPITAL STOCK

The total number of shares that the corporation has authority to issue is 100 shares, all of which shall be common shares.

ARTICLE FIVE

DIRECTORS

The number of directors constituting the initial Board of Directors shall be the same number as the number of persons listed in this Article Five. The names and addresses of the persons constituting the initial Board of Directors and who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualify are as follows:

Jeffrey S. Windham                      202 North Timothy Drive, Columbiana, AL 35051

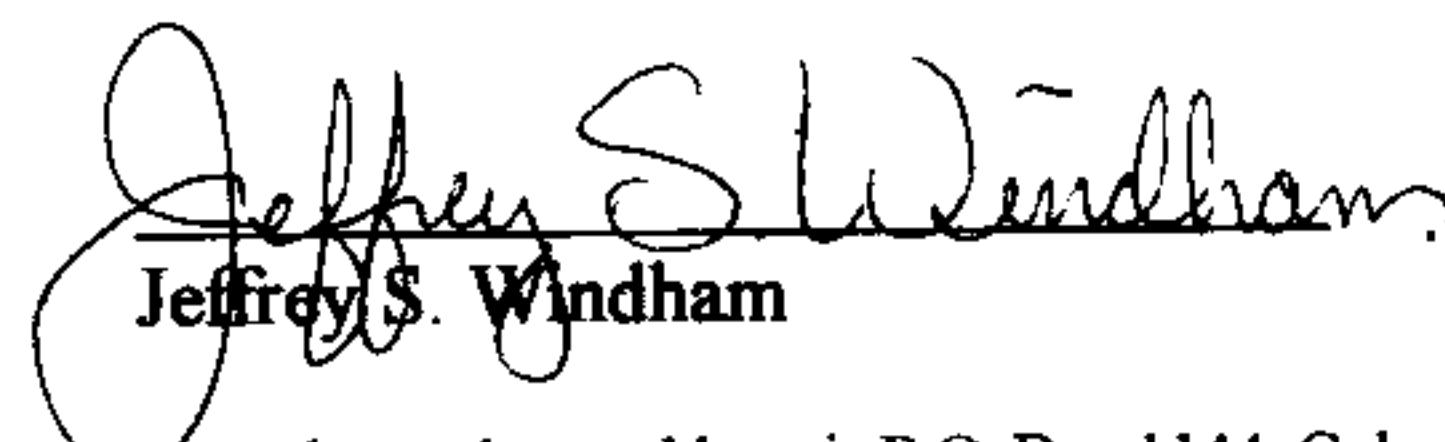
ARTICLE SIX

INCORPORATORS

The name and address of each incorporator are:

Jeffrey S. Windham                      202 North Timothy Drive, Columbiana, AL 35051

Executed by the undersigned this 23 day of December, 1998.

  
Jeffrey S. Windham

# STATE OF ALABAMA

I, Jim Bennett, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

pursuant to the provisions of Section 10-2B-4.02, Code of Alabama 1975, and upon an examination of the corporation records on file in this office, the following corporate name is reserved as available:

Windham Landscape & Irrigation, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of William Justice, PO Box 977, Columbiana, AL 35051 for a period of one hundred twenty days beginning December 18, 1998 and expiring April 18, 1999.



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

December 18, 1998

Date

Jim Bennett

A handwritten signature in cursive script, appearing to read 'Jim Bennett', is written over a horizontal line.

Secretary of State

Inst # 1998-51405

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