

**ARTICLES OF INCORPORATION
OF
STEVEN'S WACK-N-SACK, INC.**

The undersigned, for the purpose of forming a Corporation under Alabama law, hereby adopts the following Articles of Incorporation:

ARTICLE ONE

NAME

The name of the Corporation is **Steven's Wack-n-Sack, Inc.**

ARTICLE TWO

DURATION

The term of existence of the Corporation is perpetual.

ARTICLE THREE

PURPOSE

The purposes for which the Corporation is organized are the transaction of any and all lawful business for which Corporations may be incorporated and included, but are not limited to the following: Commercial and residential lawn care and landscaping.

ARTICLE FOUR

CAPITAL STOCK

The aggregate number of shares which the Corporation shall have authority to issue is 100 at no par-value.

ARTICLE FIVE

REGISTERED OFFICE AND AGENT

The address of the initial registered office of the Corporation is

**605 Lane Park Terrace
Maylene, AL 35114**

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SHELBY COUNTY JUDGE OF PROBATE
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And the name of its initial registered agent at such address is

Barry S. Gladstone

ARTICLE SIX

DIRECTORS

The names and addresses of the initial members of the Board of Directors chosen for the first year and until their respective successors are elected and qualified are:

**Barry S. Gladstone
605 Lane Park Terrace
Maylene, AL 35114**

**Karen S. Gladstone
605 Lane Park Terrace
Maylene, AL 35114**

ARTICLE SEVEN

INCORPORATORS

The names and addresses of the incorporators are:

**Barry S. Gladstone
605 Lane Park Terrace
Maylene, AL 35114**

**Karen S. Gladstone
605 Lane Park Terrace
Maylene, AL 35114**

ARTICLE EIGHT

OFFICERS

The names and addresses of the officers chosen for the first year are:

President: **Barry S. Gladstone**

Vice President: **Karen S. Gladstone**

Secretary/Treasurer: **Karen S. Gladstone**

ARTICLE NINE

ACTION BY DIRECTORS WITHOUT MEETING

Any action required or permitted to be taken at any meeting of the Board of Directors, or any committee thereof, may be taken without a meeting, if a written consent thereto is signed by all members of the Board or the committee, if applicable, and if such written consent is filed with the minutes of proceedings of the Board or Committee.

WE, THE UNDERSIGNED, being each of the incorporators, have subscribed our names this 9 day of JANUARY, 2002.

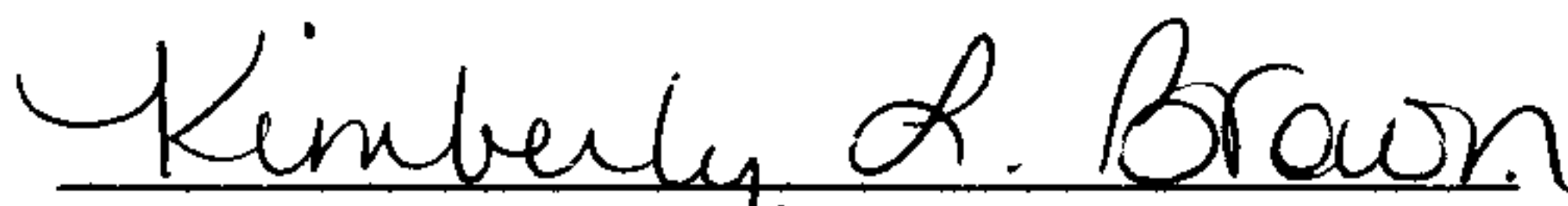

BARRY S. GLADSTONE, INCORPORATOR


KAREN S. GLADSTONE, INCORPORATOR

STATE OF ALABAMA
COUNTY OF SHELBY

I, the undersigned Notary Public in and for said County in said State, hereby certified that BARRY S. GLADSTONE AND KAREN S. GLADSTONE whose names are signed to the foregoing Articles of Incorporation of Steven's Wack-n-Sack, Inc. and who are known to me to be a party to same, acknowledged before me on this day that, being informed of the contents of said Articles of Incorporation, they executed the same voluntarily on the day the same bears date and said article is the act and deed of the signers respectively, and the facts stated therein are true.

GIVEN under my hand and seal of office this 9th day of January, 2002.


NOTARY PUBLIC

My Commission Expires MY COMMISSION EXPIRES JUNE 12, 2005

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:

Steven's Wack-n-Sack, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Barry Gladstone, 605 Lane Park Terrace, Maylene, AL 35114 for a period of one hundred twenty days beginning January 3, 2002 and expiring May 4, 2002.



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.

January 3, 2002

Date

A handwritten signature in cursive script that reads "Jim Bennett".

Jim Bennett

Secretary of State

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