

ARTICLES OF INCORPORATION

Of

CUSTOM LANDSCAPE & DESIGN, INC.

STATE OF ALABAMA
CHILTON COUNTY

The undersigned, acting as the incorporation of a corporation under the Code of Alabama, adopts the following articles of incorporation for such corporation:

ARTICLE I

The name of the Corporation is: CUSTOM LANDSCAPE & DESIGN, INC.

ARTICLE II

The period of its duration is perpetual.

ARTICLES III

The purposes for which the corporation is organized are as follows:

1. To own and operate all types yard care, landscape, and outside maintenance businesses, and any and all other related businesses.
2. The selling, servicing, marketing, promoting, and distribution of any other items not prohibited by law.
3. The transaction of any and all lawful business for which corporations may be incorporated under the laws of the State of Alabama.

ARTICLE IV

The number of shares which the corporation shall have the authority to issue is 10 shares of common stock of par value of One Hundred Dollar each, and all of said stock shall be common stock.

The corporation shall begin business with 10 shares of common stock of the aggregate value of One Thousand Dollars, said common stock is fully paid, as shown by the subscription list hereinafter set out.

ARTICLE V

Provisions for the regulation of internal affairs of the corporation are: The By-laws of the Corporation.

ARTICLE VI

The address of the initial registered office of the Corporation is: 112 Star View Circle, Alabaster, Alabama 35007.

The name and address of the initial registered agent is: Thomas Chadwick Nalls, 112 Star View Circle, Alabaster, Alabama 35007.

ARTICLE VII

The number of Directors constituting the initial Board of Directors of the Corporation is one, and the name and address of the person who shall serve as Director until the first annual meeting of shareholders or until successors are elected and shall be qualified is: Thomas Chadwick Nalls, 112 Star View Circle, Alabaster, Alabama 35007

ARTICLE VIII

The name and address of the incorporator of said Corporation is: Thomas Chadwick Nalls, 112 Star View Circle, Alabaster, Alabama 35007

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Shelby Cnty Judge of Probate, AL
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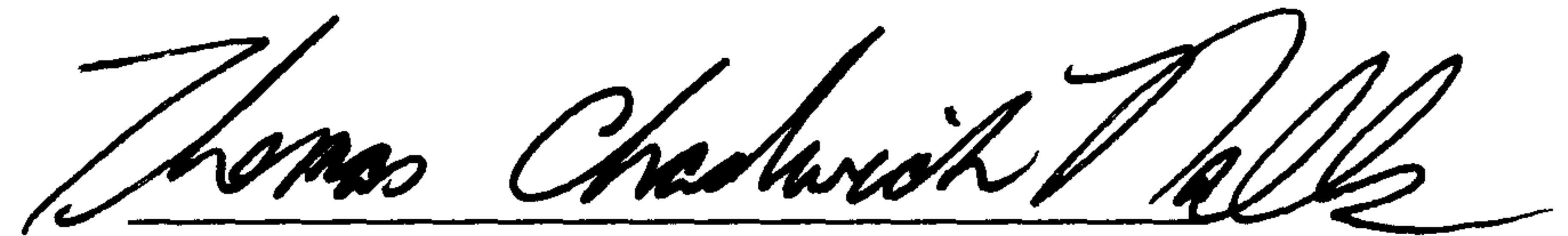
ARTICLE IX

The name and address of the officer or agent designated by the incorporator to receive subscription to the capital stock of this Corporation is: Thomas Chadwick Nalls, 112 Star View Circle, Alabaster, Alabama 35007

ARTICLE X

The name and address of the officer of the Corporation is: Thomas Chadwick Nalls, 112 Star View Circle, Alabaster, Alabama 35007

IN WITNESS WHEREOF, the undersigned, being the incorporator of this corporation does hereby set his hand and seal this 14 day of Sept, 2005.



Thomas Chadwick Nalls

CERTIFICATE OF AGENT

All of the shares of stock subscribed for by the subscriber listed below are issued and hereby declared to be fully paid shares:

NAME:	NUMBER OF SHARES	CONSIDERATION
Thomas Chadwick Nalls	10	\$1,000.00



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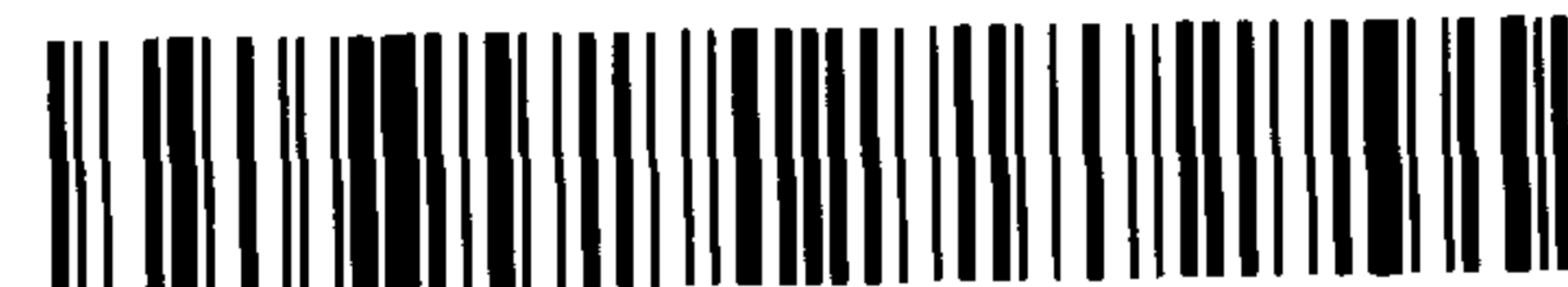
Before me, the undersigned, a Notary Public, in and for said State and County, personally appeared Thomas Chadwick Nalls, who, being by me first duly sworn, deposes and says: "That he is the agent of Custom Landscape & Design, Inc., and designated by the person creating the corporation to receive subscriptions to the capital stock of said corporation, that the foregoing is a true and correct list of subscriptions to the capital stock of the said corporation, together with the number of shares subscribed for, and the amount paid therefor, and that all of said subscriptions have been paid for in cash or by the transfer to the corporation of property having a cash market value equal to or in excess of the total par value of said stock".

Thomas Chadwick Nalls

SWORN TO AND SUBSCRIBED BEFORE ME

THIS 17 DAY OF Sept, 2005.

NOTARY PUBLIC



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Nancy L. Worley
Secretary of State

P.O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

I, Nancy L. Worley, 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:

Custom Landscape & Design, Inc.

This domestic corporation name is proposed to be incorporated in Chilton County and is for the exclusive use of William Latham, PO Box 1319, Clanton, AL 35046 for a period of one hundred twenty days beginning July 28, 2005 and expiring November 26, 2005.

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.

July 28, 2005

Date

Nancy L. Worley

Secretary of State

