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 Shelby Cnty Judge of Probate, AL  
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STATE OF ALABAMA )  
 JEFFERSON COUNTY )

ARTICLES OF ORGANIZATION  
 OF  
 LANDSCAPE COVER SOLUTIONS OF ALABAMA, L.L.C.

I, the undersigned, desiring to form a Limited Liability Company pursuant to the laws of the State of Alabama, certify as follows:

1. The name of the Limited Liability Company is LANDSCAPE COVER SOLUTIONS OF ALABAMA, L.L.C.

The Limited Liability Company shall continue in existence until it is dissolved in accordance with the provisions of the operating agreement, or, if there is no operating agreement or no provision in the operating agreement governing the duration of the Company, then in accordance with the Alabama Limited Liability Company Act.

3. The purpose for which this Limited Liability Company is organized is:

(a) to engage in the practice of providing lawn care and treatment and to operate a general services lawn company;

(b) to engage in the transaction of any or all lawful business for which Limited Liability Companies may be organized under the laws of the State of Alabama;

(c) to do any and everything necessary and proper for which the Limited Liability Company is organized, in addition to those powers specifically conferred upon the Limited Liability Company by law, and it is hereby expressly provided that the foregoing specific enumeration of powers shall not be held to limit or restrict in any manner the powers of the Limited Liability Company otherwise granted by law.

4. The location and mailing address of the initial registered office shall be: 3104 Woodbridge Drive, Birmingham, AL 35242, and the name of the initial registered agent at said address shall be Mr. Marc D. DeMeis.

5. The name and mailing address of the initial members of the Limited Liability Company is as follows:

<u>NAME</u>	<u>MAILING ADDRESS</u>
Marc D. DeMeis	3104 Woodbridge Drive Birmingham, AL 35242
Dustin J. Darden	P.O. Box 381924 Birmingham, AL 35242

6. The members of the Limited Liability Company shall have the right to admit additional members to the Limited Liability Company upon the unanimous consent of all the members of the Limited Liability Company.

7. The remaining members of the Limited Liability Company shall have the right to continue the legal existence and business of the Limited Liability Company after an event of disassociation terminates the continued membership of a member in the Limited Liability Company if: (i) there is at least one remaining member, and (ii) the legal existence and business of the Limited Liability Company is continued by the written consent of a majority in interest of the remaining members within 90 days after the occurrence of the event of disassociation. For the purposes of this provision, a majority in interest of the remaining members means interests of one or more remaining members which, when taken together, exceeds fifty percent (50%) of the capital interests and fifty percent (50%) of the profits interests of the remaining members.

8. The Limited Liability Company shall be managed by one or more managers. The name and mailing address of the initial manager, who shall serve as manager until the first annual meeting of the members of the Limited Liability Company or until his/her successor is duly elected, is:


<u>NAME</u>	<u>MAILING ADDRESS</u>
Marc D. DeMeis	3104 Woodbridge Drive Birmingham, AL 35242
Dustin J. Darden	P.O. Box 381924 Birmingham, AL 35242

IN WITNESS WHEREOF, the undersigned has hereunto affixed his hand and seal on this 4<sup>th</sup> day of February, 2010.

Marc De Meis  
Marc D. DeMeis

[Signature]  
Dustin J. Darden

This instrument was prepared by:  
Joshua C. Snable, Esq.  
OF COUNSEL:  
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