

FILED/EFFECTIVE

2002 MAR 25 AM 8:25

ARTICLES OF INCORPORATION

of

SECRETARY OF STATE
STATE OF IDAHO

Growing Green Lawn & Landscape, Inc.

**ARTICLE I
NAME**

The name of the Corporation is **Growing Green Lawn & Landscape, Inc.**

**ARTICLE II
DURATION**

The Corporation shall have perpetual existence.

**ARTICLE III
PURPOSE**

The Corporation is organized for any lawful purpose.

**ARTICLE IV
CAPITAL STOCK**

The Corporation is authorized to issue 100,000 shares of no-par value common stock, which shall be designated "Common Shares."

**ARTICLE V
PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any additional stock of the Corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLES OF INCORPORATION -
Growing Green Lawn & Landscape, Inc.

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**ARTICLE VI
INITIAL BOARD OF DIRECTORS**

The Corporation shall have one director initially. The number of directors may be increased or diminished from time to time by the Bylaws, but shall never be fewer than one (1). The following initial director shall serve as directors until the first annual meeting of shareholders or until their successors be elected and qualify:

NAME	ADDRESS
Saul Mata	1042 Cathy Lane Meridian, ID 83642
Rebecca Hobbs	1042 Cathy Lane Meridian, ID 83642
Rick L. Young	1042 Cathy Lane Meridian, ID 83642

**ARTICLE VII
REGISTERED AGENT, INCORPORATOR and REGISTERED OFFICE**

1. The Registered Agent is: Rebecca Hobbs
2. The address of the Registered Office is: 1042 Cathy Lane
Meridian, ID 83642
3. The Incorporator is: Christian D. Brown 2399 S Orchard St Ste 204
Boise, ID 83705

**ARTICLE VIII
BYLAWS**

The power to adopt, alter, amend, or repeal Bylaws not inconsistent with these Articles of Incorporation is vested in the Board of Directors of the Corporation.

**ARTICLE IX
LIMITED DIRECTOR LIABILITY**

The personal liability for a director to the Corporation or its shareholders for monetary damages for breach of fiduciary duty as a director shall be limited to the fullest extent of the law as provided in Idaho Code Section 30-1-54(2).

**ARTICLE X
AMENDMENT**

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the shareholders of the Corporation.

**ARTICLE XI
AUTHORITY**

Each director shall have authority to endorse, cash, deposit and negotiate all checks, cash and negotiable instruments on behalf of the Corporation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this ____ day of March, 2002.


Christian D. Brown