

**FILED/EFFECTIVE**

**ARTICLES OF INCORPORATION OF  
MILLENNIAL LANDSCAPE SERVICES, INC.**

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, being natural citizens of the United States and of full age and majority, have this day and do hereby voluntarily associate ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and we do hereby certify:

**ARTICLE I.**

The name of this corporation shall be MILLENNIAL LANDSCAPE SERVICES, INC.

**ARTICLE II.**

The purposes and objects for which this corporation are formed are:

1. To generally engage in, do and perform any enterprise, act or vocation permitted or authorized pursuant to the provisions of the Idaho Business Corporation Act and amendments thereto.

**ARTICLE III.**

This corporation shall have a perpetual existence.

**ARTICLE IV.**

The total number of shares which the corporation is authorized to issue is One Hundred Thousand (100,000). The aggregate par value of such shares is zero (-0-) and the par value of each share is zero (-0-).

**ARTICLE V.**

There are no provisions granting or denying preemptive rights.

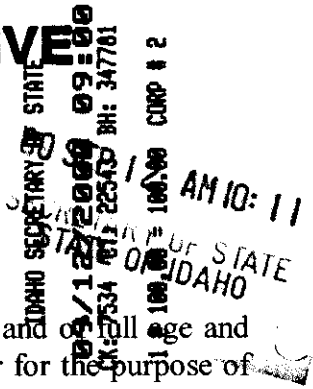
**ARTICLE VI.**

The address of the initial registered office of the corporation is: 303 Lolly Pop Lane, Bellevue, Idaho 83313-6025 and the name of its initial registered agent at such address is: Bruce L. Bowers.

The mailing address of the registered office and the registered agent at such address is: P.O. Box 638, Hailey, Idaho 83333.

**ARTICLE VII.**

The number of directors constituting the initial Board of Directors of the corporation is two



(2) and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders, or until their successors are elected and shall qualify are:

Bruce L. Bowers  
P.O. Box 638  
Hailey, Idaho 83333

Sharon F. Bowers  
P.O. Box 638  
Hailey, Idaho 83333

Provided, however, that any greater or fewer number of directors may be provided for by the By-Laws of said corporation.

#### ARTICLE VIII.

The name and address of each incorporator is:

Bruce L. Bowers  
P.O. Box 638  
Hailey, Idaho 83333

Sharon F. Bowers  
P.O. Box 638  
Hailey, Idaho 83333

#### ARTICLE IX.

The Board of Directors are especially authorized to alter, amend or repeal the By-Laws of the corporation and to adopt new By-Laws, subject to law or change by a majority vote of the shareholders.

IN WITNESS WHEREOF, we have hereunto set our hands this 7 day of ~~August~~<sup>Sept.</sup>, 2000.

Bruce L. Bowers  
Bruce L. Bowers

Sharon F. Bowers  
Sharon F. Bowers

STATE OF IDAHO )  
                          ) SS.  
County of Blaine )

On this 7<sup>th</sup> day of September, 2000, before me, the undersigned, a Notary Public in and for said State, personally appeared BRUCE L. BOWERS and SHARON F. BOWERS, known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

Patricia C. Smith  
NOTARY PUBLIC FOR IDAHO  
Residing at: Hailey, Idaho  
Commission Expires: 12/3/01