

FILED

PR 22 4 17 PM '98

ARTICLES OF INCORPORATION

SECRETARY OF STATE
STATE OF IDAHO

KNOW ALL MEN BY THESE PRESENTS, That I, the undersigned being a person of full age and being a citizen of the United States, in order to form a corporation for the purposes hereinafter stated, pursuant to the Business Corporation Act of Idaho, do hereby certify that:

FIRST: The name of the corporation is **DOUBLE D LAWN CARE, INC.**

SECOND: The purposes for which said corporation is formed is to conduct a lawn care/maintenance business and for any other lawful purpose.

THIRD: The corporation is to have perpetual existence.

FOURTH: The corporation will do all banking transactions from US Bank, 1688 W. State St., Boise, Idaho.

FIFTH: The location and address of the registered office of the corporation is 150 N. 8th St., Ste. 221, Boise, Idaho, 83702, and the name of its initial registered agent is at such address and is **DONALD A. LASSAW.**

SIXTH: The total authorized number of shares which the corporation shall have authority to issue is 10,000 shares, all of one class, no par value.

SEVENTH: 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

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IDAHO SECRETARY OF STATE

04/22/1998 09:00
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the first annual meeting of shareholders or until their successors are elected and shall qualify are:

PRESIDENT/
SECRETARY

DAVID W. RUMPLE
5769 Gate House Court
Boise, Idaho 83703

VICE PRESIDENT/
TREASURER

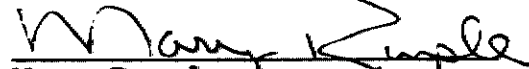
MARY RUMPLE
5769 Gate House Court
Boise, Idaho 83703

EIGHTH: This shall be considered as a Sub Chapter "S" corporation and shall remain so unless the board of directors and stockholders decide to change that status with a majority vote.

Dated: April 20, 1998.


David W. Rumble

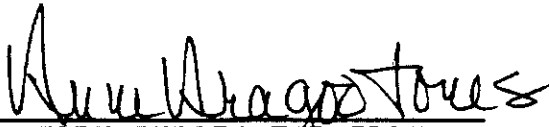
Dated: April 20, 1998.


Mary Rumble

STATE OF IDAHO
County of Ada ss.

On this 20 day of April, 1998, before me the undersigned, a Notary Public for the State of Idaho, personally appeared DAVID W. RUMPLE, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same.

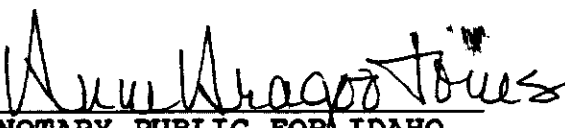
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.


NOTARY PUBLIC FOR IDAHO
Residing at Boise, Idaho
Commission Expires: 5/26/2000

STATE OF IDAHO
County of Ada ss.

On this 20 day of April, 1998, before me the undersigned, a Notary Public for the State of Idaho, personally appeared MARY RUMPLE, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that she 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.


NOTARY PUBLIC FOR IDAHO
Residing at Boise, Idaho
Commission Expires: 5/26/2000