



CERTIFICATE OF INCORPORATION
OF

DUNCAN'S GARDENERS, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: *February 17, 1987*



Pete T. Cenarrusa

SECRETARY OF STATE

by:

Shirley M. Houten

ARTICLES OF INCORPORATION OF
DUNCAN'S GARDENERS, INC.

An Idaho Corporation

THE UNDERSIGNED, acting as incorporator(s) of a corporation under the Idaho Business Corporation Act, adopt(s) the following Articles of Incorporation for such corporation:

ARTICLE I.

The name of the corporation is DUNCAN'S GARDENERS, INC.

ARTICLE II.

The period of the corporation's duration is perpetual.

ARTICLE III.

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporations Act, including but not limited to, gardening, landscaping and lawncare.

ARTICLE IV.

The aggregate number of shares which the corporation shall have authority to issue is TEN THOUSAND SHARES (10,000) with a par value of ONE DOLLAR (\$1.00) per share, common stock.

ARTICLE V.

The address of the initial registered office of the corporation is 1928 North 4th, Coeur d'Alene, Idaho 83814, and the name of its initial registered agent at such address is STEPHEN N. BADRAUN.

ARTICLE VI.

The number of directors constituting the initial board of directors of the corporation is five, 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:

HENRY E. SCHMIDT, 9687 Easy St., Hayden Lk., ID 83835
STEPHEN N. BADRAUN, 1928 N. 4th, Coeur d'Alene, ID 83814
JERRY B. MOTE, 3594 Fairway Dr., Coeur d'Alene, ID 83814
STEPHEN N. LaTOURETTE, 1535 Haydenvue Dr., Coeur d'Alene,
ID 83814
JOHN M. WOODHALL, 303 Vista Dr., Coeur d'Alene, ID 83814

ARTICLE VII.

The name and address of the incorporator is as follows:

STEPHEN N. BADRAUN, 1928 N. 4th, Coeur d'Alene, ID 83814

DATED this 10th day of February, 1987.

Stephen N. Badraun
STEPHEN N. BADRAUN

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