

BUY000000098

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

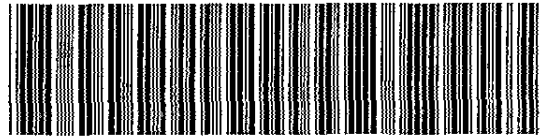
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



300029798773

FILED

04 MAR-8 PM 3:36

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

bx

RECEIVED

04 MAR-8 AM 11:17

SECRETARY OF STATE
DIVISION OF REGISTRATIONS
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 480262 121767A

AUTHORIZATION : *Patricia Pigato*

COST LIMIT : \$ 1785.00

FILED
04 MAR -8 PM 3:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : March 8, 2004

ORDER TIME : 9:59 AM

ORDER NO. : 480262-005

CUSTOMER NO: 121767A

CUSTOMER: Brad K. Saunders, Esq.
Karp & Genauer, P.a.
Suite 1202
2 Alhambra Plaza
Coral Gables, FL 33134

FOREIGN FILINGS

NAME: TURFGRASS AMERICA, LP

XXXX QUALIFICATION (TYPE: LP)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

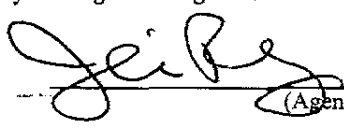
 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea -- EXT# 2914

EXAMINER: _____

APPLICATION BY FOREIGN LIMITED PARTNERSHIP FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

FILED
MAR -8 PM 3:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Turfgrass America, LP
(Name of limited partnership as it is in the home state)
2. _____
(If name is unavailable, name under which the limited partnership proposes to register or transact business in Florida, must contain the word "LIMITED" or "LTD.")
3. Delaware
(State of Formation)
4. February 23, 2004
(Date of Formation)
5. Corporation Service Comany
(Name of Registered Agent for Service of Process)
6. 1201 Hays Street
(Street Address of Registered Office)
- Tallahassee, Florida 32301
(City) (Zip Code)
7. Acceptance by the Registered Agent for Service of Process:

Jeanine Reynolds
as its agent
(Agent must sign on this line)
8. 2711 Centerville Road, Suite 400, Wilmington, DE 19808
(Address of registered office required in state of formation or, if not required, address of principal office.)
9. NAMES OF GENERAL PARTNERS STREET ADDRESS
TGA Management LLC 3003 Tamiami Trail North, Suite 400 Naples, FL 34103
10040000000864
10. 3003 Tamiami Trail North, Suite 400, Naples, Florida 34103
(Office where Names, Addresses and Contributions of Limited Partners are kept.)
11. The limited partnership will undertake to keep the records listing the addresses and capital contributions of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.

CONTINUED

12. 3003 Tamiami Trail North, Suite 400, Naples, Florida 34103

(Mailing Address of Limited Partnership)

Under penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 4th day of March, 2004

TGA Management LLC, the sole GP of Turfgrass America, LP

General Partner

by: James A. Mercer, Manager

STATE OF Florida

COUNTY OF Collier

On this 4th day of March, 2004

James A. Mercer,
as Manager of TGA Management LLC, personally appeared before me,

☒ who is personally known to me

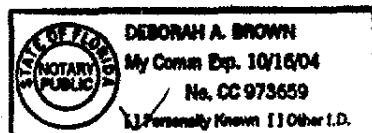
☐ whose identity I proved on the basis of _____

Deborah A. Brown
(Notary Public Signature)

Deborah A. Brown
(Notary's Printed Name)

Seal

My Commission Expires: 10/16/04



AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared James A. Mercer, as Manager of TGA Management LLC,
the sole, ~~/~~general partner of Turfgrass America, LP, a (an) Delaware
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 6,000,000
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 6,000,000

Under the penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 4th day of March, 2004

TGA Management LLC, the sole GP of Turfgrass America, LP

[Signature]
General Partner
By: James A. Mercer, Manager

STATE OF Florida

COUNTY OF Collier

On this 4th day of March, 2004,
James A. Mercer,
as Manager of TGA Management LLC
personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____

Deborah A. Brown
(Notary Public Signature)

Deborah A. Brown
(Notary's Printed Name)

Seal

My Commission Expires: 10/16/04

