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NEAL D. HUEBSCH, OF COUNSEL

June 3, 1999

Qualification/Tax Lien Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Prime Turf, Inc.

500002897075--9  
-06/07/99--01134--015  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Sirs:

In regard to the above, enclosed please find Transmittal Letter, Application by Foreign Corporation for Authorization to Transact Business in Florida and my check in the amount of \$78.75 for the filing fee and for a certificate of status. Please forward the certificate of status to me at the above address.

If you have any questions, please call me. Thank you for your attention to this matter.

Very truly yours,

LAWRENCE J. SEMENTO

LJS/sc  
Enclosure

cc: Pete Lieponis

F99-2992

Name	OK
Availability	OK
Document	OK
Examiner	OK
Update	OK
Updater	OK
Verify	OK
Acknowledgment	OK
W. P. Verifier	OK

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June 3, 1999

G. Peter Lieponis  
Prime Turf, Inc.  
14200 S. Parker Road  
Lockport, IL 60441

STATEMENT

Legal services rendered \$100.00

Filing Fee 78.75

**TOTAL AMOUNT DUE** **\$ 178.75**

FILED  
99 JUN -7 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THIS STATEMENT IS DUE IMMEDIATELY UPON RECEIPT  
THANK YOU FOR ALLOWING US TO BE OF ASSISTANCE TO YOU

## TRANSMITTAL LETTER

To: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: PRIME TURF INC.  
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following

G. Peter Lieponis

(Name of Person)

PRIME TURF INC

(Firm/Company)

14200 S. PARKER RD.

(Address)

LOCKPORT IL 60441

(City/State/Zip)

Should you need to call someone concerning this matter, please call:

Pete Lieponis

(Name of Person)

at

708-764-0803

(Area Code & Daytime Telephone Number)

### STREET ADDRESS:

Qualification/Tax Lien Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

### MAILING ADDRESS:

Qualification/Tax Lien Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

FILED  
09 JUN -7 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO  
TRANSACT BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO  
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. PRIME TURF INC.  
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. IL. 3. 36-4084840  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 4/26/96 5. "Perpetual"  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 4/99  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 14200 S. PARKER RD LOCKPORT IL 60441

(Current mailing address)

8. Sell golf related Fertilizer Products  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Lawrence J. Semento

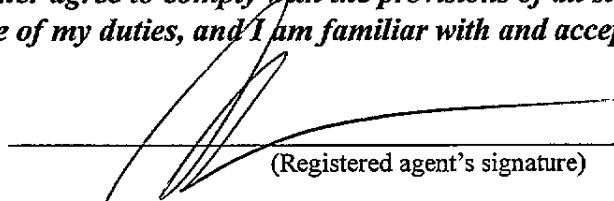
Office Address: 531 N. Bay St.  
Eustis, FL 32726

, Florida, 32726  
(Zip code)

FILED  
99 JUN -7 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

10. Registered agent's acceptance:

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

  
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

**A. DIRECTORS (Street address only - P. O. Box NOT acceptable)**

Chairman: G. Peter Lieponis

Address: 14200 S. PARKER RD  
LOCKPORT IL 60441

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

**B. OFFICERS (Street address only - P. O. Box NOT acceptable)**

President: G. Peter Lieponis

Address: 14200 S. PARKER RD.  
LOCKPORT IL 60441

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: \_\_\_\_\_

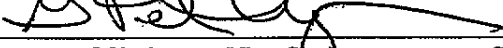
Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

FILED  
99 JUN -7 PM 5:00  
SECRETARY OF STATE  
JULIA HASLER  
CHICAGO, ILLINOIS

**NOTE:** If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.   
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. G. Peter Lieponis Pres.  
(Typed or printed name and capacity of person signing application)

File Number 5884-031-9



*To all to whom these Presents Shall Come, Greeting:*

*I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that* PRIME TURF, INC., A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE APRIL 26, 1996, APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE BUSINESS CORPORATION ACT OF THIS STATE RELATING TO THE FILING OF ANNUAL REPORTS AND PAYMENT OF FRANCHISE TAXES, AND AS OF THIS DATE, IS IN GOOD STANDING AS A DOMESTIC CORPORATION IN THE STATE OF ILLINOIS\*\*\*



*In Testimony Whereof, I, hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, this* 18TH MAY 1999 *day of*                      *A.D.*                     

*Jesse White*

SECRETARY OF STATE