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September 11, 2006

Department of State Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

Re:

United Sod, LLC

Our File No: 06-3988

Dear Sir/Madam:

You will find enclosed herewith an *original* executed Articles of Organization for the above referenced corporation along with a copy of same. Also enclosed is our firms's check in the amount of \$160.00 to cover the following:

Filing Fee of Articles	\$100.00
Certified Copy of Articles	\$ 30.00
Certificate Designating	\$ 25.00
Registered Agent	
Certificate of Status	<u>\$ 5.00</u>

TOTAL \$160.00

Please return the certified copy of the Articles, together with your Certification of Organization at your earliest convenience.

With kindest regards, I am

Sincerely

Jøhn D. Cassels, Jr.

DC/tr

Enclosures: As stated.

cc: Conrado Rodriguez

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY OF UNITED SOD, LLC

SECRETARY OF STATE OF STATE OF CORPORATIONS OF CORPORATIONS

ARTICLE I. NAME

The name of this Limited Liability Company shall be UNITED SOD, LLC

ARTICLE II. ADDRESS

The street address of the principal office of the Limited Liability Company is:

1963 SW 24th Avenue Okeechobee, Florida 34974

The mailing address of the Limited Liability Company is:

Post Office Box 1954 Okeechobee, Florida 34973

ARTICLE III. DURATION

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE IV. MANAGEMENT

The Limited Liability Company is to be a manager-managed company and the name and address of the initial managing member is:

RGM Sod, Inc. 1963 SW 24th Avenue Okeechobee, Florida 34974

Who shall have the authority without joinder of the other members to purchase, sell, contract, lien, mortgage and hypothecate any real property located within or without the State of Florida.

ARTICLE V. ADMISSION OF ADDITIONAL MEMBERS

The right, of the members to admit additional members and the terms and conditions of the admissions shall be upon majority vote of the members provided the manger votes in favor of admitting the new members. The name and address of additional members/managers are:

Highland Turf, LLC 13833 Wellington Trace E-4 #218 Wellington, Florida 33414 RGM Sod, Inc. 1963 SW 24th Avenue Okeechobee, Florida 34974

ARTICLE VI. MEMBERS RIGHTS TO CONTINUE BUSINESS

The right, if given of the members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be upon unanimous vote of all members.

RGM Sod, Inc.

By:

CONRADO RODRIGUEZ,

as President

CONSENT OF REGISTERED AGENT TO ACCEPT SERVICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA SUBMITS THE FOLLOWING STATEMENT IN ORDER TO DESIGNATE IT'S REGISTERED OFFICE OR REGISTERED AGENT OR BOTH IN THE STATE OF FLORIDA.

- 1 The name of the limited liability company is **UNITED SOD, LLC**
- 2. The name and Florida street address of the registered agent and office is:

RGM Sod, Inc. 1963 SW 24th Avenue Okeechobee, Florida 34974 06 SEP 13 PM

FILEU SECRETARY OF STATE DIVISION OF CORPORATION

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

RGM Sod, Inc.

By:

CONRADO RODRÍGUEZ, President

STATE OF FLORIDA COUNTY OF OKEECHOBEE

On this ______ day of September, 2006, CONRADO RODRIGUEZ as President of RGM Sod, Inc., designated above as the individual who shall serve as the Limited Liability Company's initial registered agent, (who is personally known to me, or () who has produced as identification, personally appeared before me at the time of notarization, and, after being given the oath, acknowledged signing this Consent of Registered Agent for UNITED SOD, LLC.

Signature of NOTARY PUBLIC

Printed name of NOTARY PUBLIC My commission expires:

JOHN D. CASSELS, JR.
MY COMMISSION # DD 587073
EXPIRES: September 18, 2010
Bonded Thru Notary Public Underwriters