

APR-11-2007 WED 02:28 PM

Tancredi Law Firm

Fax No. 813-754-2132

P. 001

Division of Corporations

Page 1 of 1

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H07000090703 3)))



H070000907033ABC-

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:
Division of Corporations
Fax Number : (850) 205-0383

From:
Account Name : CYNTHIA M. PETITJEAN, P.L.
Account Number : I20040000125
Phone : (813) 659-2020
Fax Number : (813) 754-2132

2007 APR 11 A 8:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

LLC AMND/RESTATE/CORRECT OR M/MG RESIGN

GOT GREEN SOD, LLC

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$25.00

AL

RECEIVED
07 APR 11 PM 3:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Electronic Filing Menu

Corporate Filing Menu

Help

(((H07000090703 3)))

AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
FOR FLORIDA LIMITED LIABILITY COMPANY

The undersigned organizer and representative, desiring to amend and restate the Articles of Organization pursuant to the provisions of the Florida Limited Liability Company Act, hereby submits, and files with the Florida Department of State, these Amended and Restated Articles of Organization.

ARTICLE I - Formation

The Articles of Organization were filed on September 28, 2006 and assigned document number L06000095577.

ARTICLE II - Name

The name of the limited liability company created hereby (hereinafter, "the Company") is Got Green Sod, LLC.

ARTICLE III - Purpose

The Company's business activities shall include, but not be limited to, the operation of a sod and turf sales and installation company. The Company shall have the same powers as an individual to do all things necessary to carry out its business and affairs, including, without limitation, all powers permitted by the Florida Limited Liability Company Act, and the power to:

- (a) Sue and be sued, and defend, in its name.
- (b) Purchase, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal with real or personal property, or any legal or equitable interest in property, wherever located.
- (c) Sell, convey, mortgage, grant a security interest in, lease, exchange, and otherwise encumber or dispose of, all or any part of its property.
- (d) Purchase, receive, subscribe for, or otherwise acquire, own, hold, vote, use, sell, mortgage, lend, grant a security interest in, or otherwise dispose of and deal in and with, shares or other interests in or obligations of any other entity.
- (e) Make contracts or guarantees, or incur liabilities; borrow money; issue its notes, bonds, or other obligations, which may be convertible into or include the option to purchase other securities of the Company; or make contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion, or attainment of the business of a corporation the majority of the outstanding stock of which is owned, directly or indirectly, by the contracting limited liability company; a corporation which owns, directly or indirectly, a majority of the outstanding membership

FILED
2007 APR 11 A 8:40
SECRET
TALLAHASSEE
FLORIDA
STATE

(((H07000090703 3)))

((H07000090703 3)))

interests of the contracting limited liability company; or a corporation the majority of the stock of which is owned, directly or indirectly, by a corporation which owns, directly or indirectly, the majority of the outstanding membership interests of the contracting limited liability company, which contracts of guaranty and suretyship shall be deemed to be necessary or convenient to the conduct, promotion, or attainment of the business of the contracting limited liability company or make other contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion or attainment of the business of the contracting limited liability company.

(f) Lend money, invest or reinvest its funds, and receive and hold real or personal property as security for repayment.

(g) Conduct its business, locate offices, and exercise the powers granted by Florida Statutes Chapter 608 within or without the State of Florida.

(h) Select managers and appoint officers, directors, employees, and agents of the Company, define their duties, fix their compensation, and lend them money and credit.

(i) Make donations for the public welfare or for charitable, scientific, or educational purposes.

(j) Pay pensions and establish pension plans, pension trusts, profit-sharing plans, retirement plans, bonus plans, option plans, and benefit or incentive plans for any or all of its current or former managers, members, officers, agents, and employees.

(k) Be a promoter, incorporator, shareholder, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other entity.

(l) Make payments or donations or do any other act not inconsistent with law that furthers the business of the Company.

ARTICLE IV - Address

The mailing address and street address of the principal office of the Company shall be as follows:

<u>MAILING ADDRESS</u>	<u>STREET ADDRESS</u>
3301 Jerry Smith Road	3301 Jerry Smith Road
Dover, FL 33527	Dover, FL 33527

ARTICLE V - Duration

The existence of the Company commenced on September 28, 2006 and shall continue to be perpetual, unless dissolution or conversion occurs according to law.

((H07000090703 3)))

((H07000090703 3)))

ARTICLE VI - Management

The Company shall be managed by a managing member, the name and address of the managing member is:

Josh W. Chancey
3301 Jerry Smith Rd.
Dover, FL 33527

ARTICLE VII - Member

The name and address of the sole member of the Company is:

Josh W. Chancey
3301 Jerry Smith Rd.
Dover, FL 33527

ARTICLE VIII - Admission of Additional Members

The members may admit additional members. An additional member may be admitted pursuant to the written consent of all of the members in existence prior to the admission of any such additional member.

ARTICLE IX - Ownership

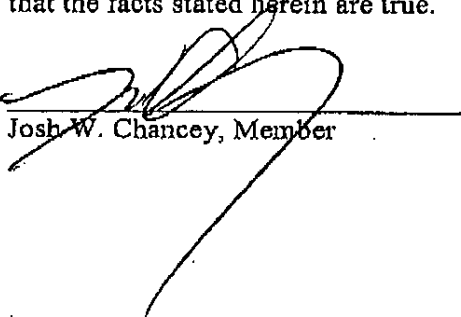
The ownership interest of the member referred to in Article VII hereinabove are as follows:

Josh W. Chancey - 100%

ARTICLE X - Registered Office and Agent

The address of the registered office of the Company in the State of Florida is 3301 Jerry Smith Rd. Dover FL 33527 and the name of the registered agent at such address is Josh W. Chancey.

IN WITNESS WHEREOF, the undersigned representative has executed these Amended and Restated Articles of Organization on the 11th day of April, 2007 and hereby acknowledges that the facts stated herein are true.


Josh W. Chancey, Member

((H07000090703 3)))

FILED
2007 APR 11 A 8:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(((H07000090703 3)))

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF FLORIDA STATUTE SECTION 608.415, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: Got Green Sod, LLC
2. The name and the Florida street address of the registered agent are:

Josh W. Chancey
3301 Jerry Smith Road
Dover FL 33527

Having been named as registered agent and to accept service of process for the above-named 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, as provided for in Chapter 608, Florida Statutes.


Josh W. Chancey

(((H07000090703 3)))