

N95 000002997

Secretary of State
Division of Corporations
P O Box 6327
Tallahassee, FL 32304

June 5, 1995

Gentlemen:

I wish to form a tax exempt Florida Corporation. Enclosing my Articles of Incorporation.

Enclosing my check in the amount of \$122.50 as follows:

\$ 35.00 Filing Fees
52.50 Certified Copy
35.00 Registered Agent Designation
\$122.50

Thank you. If you need any further information, please advise.


Dieter C. Zoellner

FILED
95 JUN 23 PM 1:25
SECRETARY OF STATE
TALLAHASSEE FLORIDA

200001508002
-06/08/95--01017--003
****122.50 ****122.50

789
2295
706
671

SDS
N95-12051



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 13, 1995

DIETER C. ZOELLNER
5106 15TH AVE. W.
BRADENTON, FL 34209

SUBJECT: FLORIDA TURF CONTRACTORS ASSOCIATION, INC.
Ref. Number: W95000012051

We have received your document for FLORIDA TURF CONTRACTORS ASSOCIATION, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6931.

Steven Godfrey
Corporate Specialist

Letter Number: 795A00029018

FILED
95 JUN 23 PM 1:25
RECEIVED
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

FLORIDA TURF CONTRACTORS ASSOCIATION, INC.

I, the undersigned, do hereby establish for the purpose of becoming a Corporation, operating as a Not-For-Profit corporation by and under the provisions of the statutes of Florida appertaining and providing for the formation, liabilities, rights privileges and immunities of a Corporation operating as a Not-For-Profit association, and do hereby make, subscribe, acknowledge and file these Articles of Incorporation for the purpose of becoming such a Corporation and do hereby declare, sate and certify:

ARTICLE I

The name of this Corporation shall be FLORIDA TURF CONTRACTORS ASSOCIATION, INC.

ARTICLE II

This Corporation shall have perpetual existence unless sooner dissolved as be directed by law.

ARTICLE III

This corporation does not contemplate pecuniary gain or profit to the members thereof, and the specific and primary purposes for which this corporation is formed are:

- A. To operate in such manner as will qualify it as an exempt organization under Section 501(c) of the Internal Revenue Code of 1994, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the distributions to organizations qualified as tax-exempt organizations under the Internal Revenue code, as amended.
- B. To provide the members with valuable benefits by evaluating and recommending companies that can offer members reduced rates on the purchase of essential products and services.
- C. To provide the members with valuable education information pertaining to all phases for running their individual business more profitable.

- D. To assist other members in what ever need that would be necessary to help each other.
- E. To sponsor seminars and workshops that are tailored to meet the needs of the membership regarding employee safety and unique methods for implementing costs savings.
- F. To publish a newsletter and furnish members up-to-the-minute information on such topics as would be helpful to the membership.
- E. To require all members to pledge to a Code of Ethics in the operation of their business.

ARTICLE IV

Membership in this corporation shall be limited to corporations, limited liability companies, partnerships, individual proprietorships, who are in business of laying sod or any other turf contracting services. Each individual member will be entitled to one vote. Corporate membership cannot have more than 2 voting officers.

ARTICLE V

Associate memberships are available to vendors of the general membership who are in good standing with the association; however, associate members are not entitled to vote or hold an office; however, they can serve on committees.

ARTICLE VI

The principal office and mailing address for this Corporation is 5106 15th Ave W, Bradenton, FL 34209.

ARTICLE VII

The name and address of the initial Registered Agent of this Corporation is Dieter C Zoellner, 5106 15th Ave W., Bradenton, FL 34209.

ARTICLE VIII

This Corporation shall have the following Directors initially. The number of Directors of this Corporation may be increased or decreased, from time to time, by the By-Laws of this Corporation, but which number of Directors shall never be less than three.

Name	Address
Dieter Zoellner	Bradenton, FL 34209
Don Whitmer	Bradenton, FL 34209
Marilyn Wilson	Bradenton, FL 34209

Joann Browning

Bradenton, FL 34209

ARTICLE IX

This Corporation shall have the following Officers, initially. The name and office held for the initial Officer, who shall hold office for the first year of the Corporation, or until a successor is elected or appointed are:

Name	Office
Dieter Zoellner	President
Don Whitmer	Vice President
Secretary	Marilyn Wilson
Treasurer	Joanne Browning

ARTICLE X

The subscriber of the Articles of Incorporation, together with his respective addresses is:

Name	Address
Dieter Zoellner,	5106 15th Ave W., Bradenton, FL 34209

ARTICLE XI

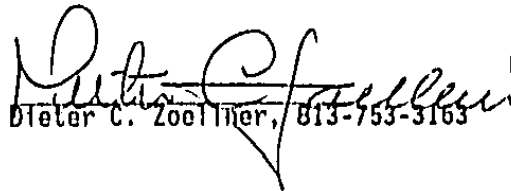
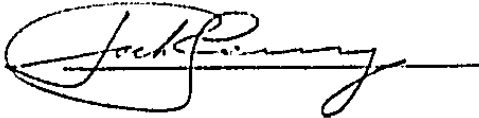
These Articles of Incorporation may be emended in a manner provided therefore by the Laws of the State of Florida. Each amendment to these Articles of Incorporation shall be proposed by one or more of the Members of this Corporation. Any questions, motions or action of the Members of this Corporation shall be decided by majority vote of the Members entitled to vote thereon. The By-Laws of this Corporation shall be promulgated, adopted, amended, changed or deleted by the Members of this Corporation. The Business Affairs of this Corporation shall be conducted by a Board of Directors, and the Directors thereof shall be elected at the Annual Meeting of the Members of this Corporation shall have and enjoy all the rights, privileges, and immunities of a Corporation operating under the Laws of the State of Florida, appertaining thereto at the time of the Incorporation hereof and any Amendments thereto. The number and nature of the Offices in this Corporation subsequent to the initial Offices may be increased, deleted or changed by the By-Laws of this Corporation in keeping with the Laws of the State of Florida appertaining thereto.

ACCEPTANCE BY REGISTERED AGENT

Having been designated in the foregoing Articles of Incorporation as the Registered Agent of the above-named corporation, I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

IN WHITENESS WHEREOF, the Undersigned Subscriber and Registered Agent has affixed their signature to the foregoing Articles of Incorporation, on May 17, 1995.

SIGNED, IN THE PRESENCE OF:

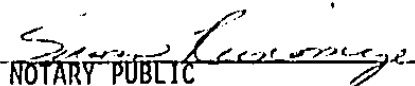


Dieter C. Zoellner, 813-753-3163

STATE OF FLORIDA
COUNTY OF MANATEE

Before me, the undersigned authority, personally appeared Dieter C. Zoellner who upon first being duly sworn, deposes and says that he has read the foregoing Articles of Incorporation, and that he has executed the same freely and voluntarily.

Witness my hand and Official Seal at Bradenton, FL on May 17, 1995.



NOTARY PUBLIC

SUSAN REINEMEYER
Notary Public, State of Florida
My comm. expires 6-17-98
Comm No CG 87889

FILED
95 JUN 23 PM 1:25
SECRETARY OF STATE
TALLAHASSEE FLORIDA