

P00000098859

Department of State  
Division of Corporations  
P.O.Box 6327  
Tallahassee, FL 32314

SUBJECT: Sod Rite, Inc.  
(Proposed corporate name-must include suffix)

000003398800--7

-09/20/00--01020--005

\*\*\*\*\*78.75 \*\*\*\*\*78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for:

\$70.00  
Filing Fee

(X) 78.75  
Filing Fee  
& Certificate

\$122.50  
Filing Fee  
& Certified Copy

\$131.25  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Jame E Carroll  
Name(Printed or typed)

1611 19th STREET  
Address

Vero beach, FL 32962  
City, State

561-770-0953  
Day time Telephone number

FILED  
00 OCT 16 AM 8:33  
SECRETARY OF STATE  
TALLAHASSEE-FLORIDA

NOTE: PLEASE PROVIDE THE ORIGINAL AND ONE COPY OF THE ARTICLES.

T BROWN OCT 20 2000



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

September 25, 2000

JAMES E. CARROLL  
1611 19TH STREET  
VERO BEACH, FL 32962

SUBJECT: THE SOD RITE, INC  
Ref. Number: W00000023169

We have received your document for THE SOD RITE, INC and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the entity must be identical throughout the document.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

Please return the original and one copy of 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 (850) 487-6933.

Teresa Brown  
Corporate Specialist

Letter Number: 300A00050089

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00 OCT 16 AM 8:33  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION**

**OF**

**Sod Rite, Inc.**

**ARTICLE 1-NAME**

The name of the corporation shall be: Sod Rite, Inc. .

**ARTICLE 11-DURATION**

This corporation shall have perpetual existence unless sooner dissolved according to law.

**ARTICLE 111-PURPOSE**

The corporation is organized for the purpose of transacting any or all lawful business not prohibited by chapter 607, Florida statutes, as the same may be from time to time amended.

**ARTICLE 1V-CAPITAL STOCK**

The amount of capital stock authorized for the corporation is a maximum of one thousand(1,000) shares of common stock having a par value of One Dollar(1.00) per share and which shall be issued as fully paid and non assessable. The stock of this corporation shall be so assigned, issued, and transfered only in accordance with such By-Laws as the corporation shall from time to time make, change or alter with a lien reserved in favor of the corporation upon all of it's capital stock for the indebttness which may at any time be due by the holder of the same unto the corporation.

**ARTICLE V-INITIAL REGISTERED OFFICE AND AGENT**

The name of the initial Registered Agent and the initial registered office of this corporation are: Richard Bass, 6704 Brookline Ave, Ft. Pierce, FI 34951.

**ARTICLE V1-PRINCIPLE OFFICE**

The principle office and mailing address of the corporation is:

445 27<sup>th</sup> Avenue SW, STE A  
Vero Beach, FI 32960

#### ARTICLE V11-INITIAL BOARD OF DIRECTORS

The number of Directors of this corporation shall be not less than one(1) nor more than five(5). The names and addresses of the initial directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
James E Carroll President	1611 19th Street Vero Beach, FI 32962
Dawn VanderPloeg Secretary/Treasurer	1611 19th Street Vero Beach, FI 32962

#### ARTICLE V111-INCORPORATION

The name and address of the person signing these articles are:  
James E Carroll, 1611 19th Street, Vero Beach, FI 32962

#### ARTICLE 1X-RESTRICTIONS ON TRANSFERS

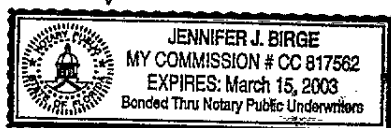
No attempt to transfer either legal or beneficial ownership of any stock or of any interest in stock in the corporation shall be effective unless the and until the Secretary of the corporation registers such a change of legal or beneficial ownership or interest, as the case may be, in the corporate records. The secretary shall not register any such transfer unless and until either: (1) Stockholders of 51% of the voting stock of the corporation approve such a transfer in writing, or (2) the proposed transferee furnishes an opinion letter of counsel, in form and substance reasonably satisfactory to counsel for this corporation, that the proposed transferee is an eligible shareholder of stock in a Sub Chapter S Corporation ("S-CORPORATION"), under the Internal Revenue Code of 1986, or a corresponding provision of a future revenue law and only if the transferee consents to the corporations election to be a S-CORPORATION".

IN WITNESS WHEREOF, the undersigned subscribers have executed these ARTICLES OF INCORPORATION, this 13 day of Sept., 2000.

Dawn VanderPloeg  
Witness

Jennifer J. Birge

James E Carroll  
President



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TALLAHASSEE FLORIDA

**"REGISTERED AGENT**

Having been named as registered agent and to accept service of process for  
Sod Rite, Inc, 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 obligation of my position as registered agent.

Richard Bass  
(Signature of Registered Agent)

10/10/00  
(Date)