

LAW OFFICES OF  
J. PATRICK MCELROY

PD2000026651

P.O. BOX 1511  
HERNANDO, FLORIDA 34442

TELEPHONE (352) 637-2303

March 1, 2002

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

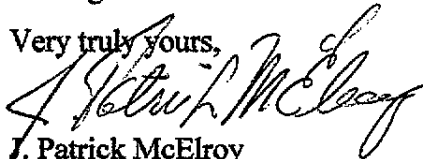
800005039998--1  
-03/04/02--01036--004  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Sirs:

Please find enclosed original and one copy of the Articles of  
Incorporation of Gulf Coast Sod and Supply, Inc., together with my  
check for \$78.75.

Please send the certified copy to the undersigned.

Very truly yours,

  
J. Patrick McElroy

FILED  
02 MAR -4 AM 8:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

WHITE MAR 12 2002  
3

ARTICLES OF INCORPORATION

Gulf Coast Sod and Supply, Inc.

FILED

02 MAR -4 AM 8:39

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is Gulf Coast Sod and Supply, Inc.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 5844 N. Carl G. Rose Highway, Hernando, FL 34442.

ARTICLE III: CAPITAL STOCK

The number of shares of stock this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares having a par value of (\$1.00) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name of the initial registered agent is Karl Loeffler, 8109 Tierra Court, Inverness, FL 34453.

ARTICLE V: INCORPORATOR

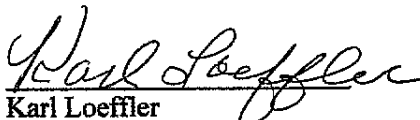
The name and address of the incorporator of these Articles of Incorporation is Karl Loeffler, 8109 Tierra Court, Inverness, FL 34453.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of the initial Board of Directors of the Corporation is Karl Loeffler, 8109 Tierra Court, Inverness, FL 34453.

The undersigned has executed these Articles of Incorporation this 1 day of

March, 2002.

  
Karl Loeffler

GULF COAST SOD AND SUPPLY, INC.  
CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the above-mentioned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the state of Florida.

1. The name of the corporation is Gulf Coast Sod and Supply, Inc.
2. The name and address of the registered agent and office is Karl Loeffler, 8109 Tierra Court, Inverness, FL 34453.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY.

  
Karl Loeffler

FILED  
02 MAR -4 AM 8:39  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA