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Florida Department of State
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FLORIDA PROFIT CORPORATION OR P.A.

LEWIS TURF EQUIPMENT, INC.

Certificate of Status	0
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ARTICLES OF INCORPORATION
OF
LEWIS TURF EQUIPMENT, INC.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of this corporation is **Lewis Turf Equipment, Inc.**

ARTICLE II. TERM OF EXISTENCE

The existence of this corporation is to begin at the time these Articles of Incorporation are filed with the Department of State and to continue perpetually thereafter.

ARTICLE III. CORPORATE PURPOSE

This corporation may engage in every phase of any and all activities or businesses permitted by the laws of the United States and the State of Florida or any other state, territory, district, or possession of the United States and all such activities or businesses as may be permitted in any foreign country.

ARTICLE IV. CAPITAL STOCK

The maximum numbers of shares of stock that this corporation is authorized to have outstanding at any one time is Seven Thousand Five Hundred (7,500) shares of common stock having a par value of \$0.01 per share. The consideration to be paid for each share shall be as fixed by the board of directors and may take the form of services rendered, cash, property or any other form with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

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ARTICLE V. DIRECTORS' POWERS

The Board of Directors shall have the power to fix or change salaries of the directors as directors and as officers, to permit contracts or other transactions between the corporation and one or more of its directors individually or businesses in which one or more of its directors are interested, and to exercise such other powers of the corporation as are not inconsistent with these Articles or with any By-Laws that may be adopted by the shareholders.

Without limiting the generality of the foregoing, no contract or other transaction between this corporation and one or more of its directors, or between this corporation and any firm of which one or more of its directors are members or employees, or in which they are interested, or between this corporation and any corporation, association, or other enterprise of which one or more of its directors are stockholders, members, directors, officers or employees, or in which they are interested, shall be deemed to be invalid because of the presence of such director or directors at the meeting of the Board of Directors of this corporation, which acts upon, or in reference to, such contract or transaction, or because of his or their participation in such action, if the fact of such interest shall be disclosed or known to the Board of Directors and the Board of Directors shall, nevertheless, authorize, approve, and ratify such contract or transaction by a vote of a majority of the directors (such interested director or directors to be counted in determining whether a quorum is present, but not to be counted in calculating the majority necessary to carry such vote.) This paragraph shall not be construed to invalidate any contract or other transaction that would otherwise be valid under the common or statutory law applicable thereto.

ARTICLE VI. ORIGINAL DIRECTORS

The name and street address of each member of this first Board of Directors is:

<u>Name</u>	<u>Address</u>
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Timothy J. Lewis

320 3rd Street Southwest
Winter Haven, Florida 33880

ARTICLE VII. AMENDMENTS

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights conferred on stockholders herein are granted and subject to this reservation. These Articles may be amended prior to the issuance of the stock of this corporation by the unanimous approval or consent of the Board of Directors. Thereafter, every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon or in such other manner as may be provided by law.

ARTICLE VIII. PRINCIPAL OFFICE ADDRESS

The street address of the principal office of the corporation is:

320 3rd Street Southwest
Winter Haven, Florida 33880

ARTICLE IX. REGISTERED AGENT

The name and address of the corporation's initial registered agent is:

<u>Name</u>	<u>Address</u>
Timothy J. Lewis	320 3rd Street Southwest Winter Haven, Florida 33880

ARTICLE X. SUBSCRIBERS

The name and street address of the subscriber of these articles of incorporation is (Incorporator):

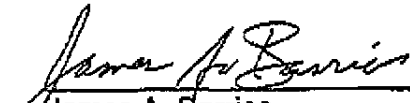
<u>Name</u>	<u>Address</u>
Timothy J. Lewis	320 3rd Street Southwest Winter Haven, Florida 33880

IN WITNESS WHEREOF, Timothy J. Lewis, the undersigned subscriber, has hereunto set my hand and seal this 9th day of April, 2002, for the purpose of forming this corporation under the laws of the State of Florida, and I hereby make and file with the Department of State of the State of Florida, these Articles of Incorporation, and certify that the facts herein stated are true.

Witness:



Timothy J. Lewis,
Initial Director/Incorporator.

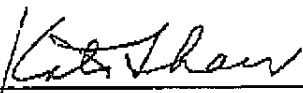


James A. Barrios

STATE OF FLORIDA
COUNTY OF POLK

I HEREBY CERTIFY that on this day personally appeared before me, Timothy J. Lewis, personally known to me or who produced FL driver license as identification, the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal at the state and county noted above, this 9th day of April, 2002.



Notary Public



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


UNDER THE PROVISIONS OF F.S. 607.0501, THE UNDERSIGNED CORPORATION,
ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE
FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED
OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the corporation is: **Lewis Turf Equipment, Inc.**
2. The name and address of the registered agent and office is:

Timothy J. Lewis
320 3rd Street Southwest
Winter Haven, Florida 33880

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in this certificate, I 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.

Date: April 9, 2002


Timothy J. Lewis,

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TALLAHASSEE, FLORIDA

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