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UCC FILING & SEARCH SERVICES, INC. 526 East Park Avenue
Tallahassee, Florida 32301
(850) 681-6528

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October 23, 2003

#### CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

	Blackbu	rn Sod, Inc.
	Filing Evidence  □ Plain/Confirmation Copy	Type of Document  ☐ Certificate of Status
	□ Certified Copy	☐ Certificate of Good Standing
		□ Articles Only
	Retrieval Request  Photocopy  Certified Copy	<ul> <li>□ All Charter Documents to Include Articles &amp; Amendments</li> <li>□ Fictitious Name Certificate</li> <li>□ Other</li> </ul>
	NEW FILINGS	AMENDMENTS
X	Profit	Amendment
	Non Profit	Resignation of RA Officer/Director
	Limited Liability	Change of Registered Agent
<u> </u>	Domestication	Dissolution/Withdrawal
	Other	Merger
	OTHER FILINGS	REGISTRATION/QUALIFICATION
	Annual Reports	Foreign
	Fictitious Name	Limited Liability
	Name Reservation	Reinstatement
	Reinstatement	Trademark
		Other

### ARTICLES OF INCORPORATION BLACKBURN SOD, INC.

(a corporation for profit)

The undersigned, for the purpose of forming a corporation for profit under the provisions of the Florida Business Corporation Act, do hereby adopt the following Articles of Incorporation.

#### ARTICLE I NAME

The name of this corporation is **BLACKBURN SOD**, **INC**.

#### ARTICLE II DURATION

This corporation shall have perpetual duration. The corporate existence shall begin with the date and time of the filing of these Articles of Incorporation by the Florida Department of State.

#### ARTICLE III PURPOSES AND POWERS

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

The corporation shall have all the rights, privileges and powers now or hereafter available to corporations for profit under the laws of the State of Florida.

#### ARTICLE IV **AUTHORIZED SHARES**

The aggregate number of shares which the corporation is authorized to issue is Five Thousand (5,000) shares of common stock. Such shares shall consist of one class only and shall have a par value of \$1.00 per share.

#### **ARTICLE V** PRINCIPAL OFFICE

The address of the principal office and the mailing address of the corporation shall initially be as follows: 1160 Cephia Street, Lake Wales, FL 33853.

#### ARTICLE VI INITIAL REGISTERED OFFICE AND AGENT

The street address of the corporation's initial registered office is 1160 Cephia Street, Lake Wales, FL 33853 and the name of its initial registered agent at that office is Paul Scott Blackburn.

## ARTICLE VII MANAGEMENT OF THE CORPORATION'S AFFAIRS

All corporate powers shall be exercised by, or under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the board of directors of the corporation.

## ARTICLE VIII OFFICERS

The officers of the corporation shall consist of a president, a vice president, a treasurer, a secretary, and such other officers as may be authorized by the bylaws. The officers shall be elected by the board of directors. An officer need not be a resident of the State of Florida nor a shareholder of the corporation.

## ARTICLE IX INITIAL OFFICERS

The names and addresses of the persons who shall serve as officers of the corporation until the first election of officers by the board of directors are as follows:

President:

Paul Scott Blackburn

Secretary:

Carrie Williams Blackburn

Treasurer:

Paul Scott Blackburn

Vice President:

Carrie Williams Blackburn

## ARTICLE X BOARD OF DIRECTORS

The number of directors constituting the initial board of directors of the corporation shall be two. The number of directors may be increased or decreased from time to time in accordance with the bylaws, but shall never be less than one. Members of the board of directors need not be residents of the State of Florida nor shareholders of the corporation. The directors shall be elected at the first annual shareholders' meeting and at each annual shareholders' meeting thereafter, and shall hold office, in the manner set forth in the bylaws. Directors shall be removed and vacancies filled in the manner provided in the bylaws.

The name and address of the person who shall serve as a member of the initial board of directors is as follows:

Paul Scott Blackburn 1160 Cephia Street Lake Wales, FL 33853 Carrie Williams Blackburn 1160 Cephia Street Lake Wales, FL 33853

## ARTICLE XI NAMES AND ADDRESSES OF INCORPORATORS

The name and address of the incorporator of this corporation is as follows:

Paul Scott Blackburn 1160 Cephia Street Lake Wales, FL 33853

## ARTICLE XII BYLAWS

The initial bylaws for the corporation shall be made and adopted by the board of directors of the corporation and may thereafter be amended, altered, or rescinded only in accordance with the provisions of the bylaws or the Florida Business Corporation Act, or any successor thereto.

## ARTICLE XIII MEETINGS OF THE SHAREHOLDERS

Annual and specially called meetings of the shareholders of this corporation shall be held as provided in the bylaws.

## ARTICLE XIV OUORUM AT SHAREHOLDERS' MEETING

A majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of the shareholders of the corporation.

## ARTICLE XV AMENDMENT OF ARTICLES

The corporation reserves the right to amend these Articles of Incorporation, from time to time, in any and as many respects as may be desired, in accordance with the manners and procedures provided by the Florida Business Corporation Act, or any successor thereto.

IN WITNESS WHEREOF, the undersigned, for the purpose of forming this corporation for profit under the laws of the State of Florida, has executed these Articles of Incorporation this day of October, 2003.

Signed, sealed and delivered in the presence of:

PAUL SCOTT BLACKBURN,

as incorporator

STATE OF FLORIDA	
COUNTY OF Polk	

The foregoing Articles of Incorporation was acknowledged before me this day of, 2003 by PAUL SCOTT BLACKBURN, who is personally known to me or who has produced a drivers license as identification.

Notary Name: MACAJ KALI ROBSET.

State of Florida

My Commission Expires: 04/16/2004

MARY KAY ROBERTS
Notary Public, State of Florida
My comm. expires April 16, 2004
Comm. No. CC928205

#### ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for the above named corporation, at the place designated, 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 state that I am familiar with, and accept, the obligations of my position as registered agent.

Dated: October 21, 2003

PAUL SCOTT BLACKBURN

SECRETARY OF STATE TALLAHASSEE, FLORIDA 03 OCT 23 PM 19: 20