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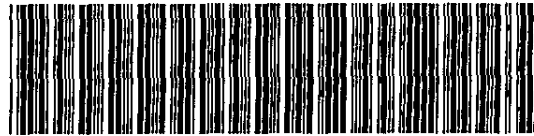
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01/02/04--01025--018 **78.75

2004 JAN -2 AM 9:28
TALLAHASSEE FLORIDA

2/3/04



Accounting
Bookkeeping
Income Taxes
Insurance
Tax Consulting

2004 JAN -2 AM 9:28

STATE
TALLAHASSEE FLORIDA

December 30, 2003

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

Re: Intercoastal Sod, Inc.

Dear Sirs;

Enclosed, please find two copies of The Articles of Incorporation for Intercoastal Sod, Inc. This corporation is to take effect January 1, 2004.

Check # 13857, in the amount of \$ 78.75 is included for filing fees, registered agent designation and certified copy.

Please process and return to this office for further processing. Should you have any questions, please do not hesitate to contact this office.

Sincerely,

TROUP FINANCIAL SERVICES

Robert G. Troup

**encl. Check # 13857
Articles of Incorporation**



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

2004 JAN -2 AM 9:28

FLORIDA DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

January 12, 2004

TROUP FINANCIAL SERVICES
4343 RIDGEWOOD AVENUE
SUITE A
PORT ORANGE, FL 32127

SUBJECT: INTERCOASTAL SOD, INC.
Ref. Number: W04000001516

We have received your document for INTERCOASTAL SOD, 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 registered agent and street address must be consistent wherever it appears in your document.

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) 245-6973.

Claretha Golden
Document Specialist
New Filings Section

Letter Number: 404A00002002

EFFECTIVE DATE

01/01/04

ARTICLES OF INCORPORATION

OF

INTERCOASTAL SOD, INC.

FILED
2004 JAN -2 AM 9:28

TALLAHASSEE FLORIDA

ARTICLE I
NAME

The name of this corporation is: *Intercoastal Sod, Inc.*

ARTICLE II
DURATION

This Corporation shall exist perpetually, and shall become effective January 1, 2004.

ARTICLE III
PURPOSE

This Corporation is organized for the purpose of operating as residential & commercial Lawn, landscaping & irrigation company, and to operate in any lawful business.

ARTICLE IV
CAPITAL STOCK

This Corporation is authorized to issue 500 shares of Capital Stock with a par value of \$ 1.00 per share. These shares shall be designated as "Common Shares". There will be only this one (1) type of stock.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The street address for the Initial Registered Office of this Corporation is:

110 FIESTA DRIVE
ORMOND BEACH, FL 32174

The name of the original Registered Agent at that address is:

Hugh R. Malloch

The mailing address of the Corporation shall be:

P. O. Box 7361
Daytona Beach Shores , FL 32116

ARTICLE VI
INITIAL BOARD OF DIRECTORS

This Corporation shall have two (1) Director initially. The number of Directors may be either increased or diminished from time to time. The name and address of the Initial Director of this Corporation is:

Hugh R. Malloch
110 FIESTA DRIVE
ORMOND BEACH, FL 32174

ARTICLE VII
INCORPORATOR

The name and address of the person signing these **Articles Of Incorporation** is:

Hugh R. Malloch
110 FIESTA DRIVE
ORMOND BEACH, FL 32174

ARTICLE VIII
BY-LAWS

The power to amend, alter, adopt or repeal By-Laws, shall be vested in the Board of Directors and Shareholders.

ARTICLE IX
SHAREHOLDER QUORUM AND VOTING

A majority of the Shareholders entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of Shareholders. If a quorum is present, the affirmative vote of 51% of the Shareholders represented at the meeting entitled to vote on the subject matter, shall be the act of the Shareholders.

ARTICLE X
POWERS

This Corporation shall have all of the Corporate powers enumerated by the Florida General Corporation Act, and as otherwise provided by law.

**ARTICLE XI
AMENDMENT**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferring upon the Shareholders is subject to this provision.

REGISTERED AGENT ACCEPTANCE

I hereby accept appointment as the Initial Registered Agent of: **Intercoastal Sod, Inc.**



Hugh R. Malloch
Initial Registered Agent
Intercoastal Sod, Inc.

2004 JAN -2 AM 9:28
TALLAHASSEE FLORIDA

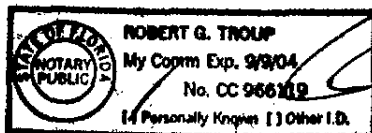
STATE OF FLORIDA
COUNTY OF VOLUSIA

Before me, the above named authority, personally appeared and acknowledged that he accepted the position of Registered Agent of: **Intercoastal Sod, Inc.**



Hugh R. Malloch

STATE OF FLORIDA
COUNTY OF VOLUSIA





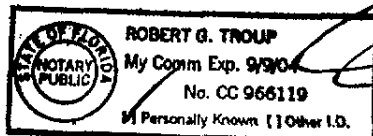
Notary Public
State of Florida, At Large

Date: 12/30/03

Before me, the undersigned authority, personally appeared, who being known to me to be **Hugh R. Malloch**, acknowledged that he had executed the foregoing Articles of Incorporation of **Intercoastal Sod, Inc.**, for the purposes expressed therein.



Hugh R. Malloch





Notary Public
State of Florida, At Large

Date: 12/30/03