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Michelle R. Donahue, P.A.

Attorney At Law 545 Avenue K. S. E. Winter Haven, FL 33880 (863) 297-5608 (Fax) (863) 297-5586

July 14, 2005

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

RE: M.R.C. TURF SPECIALIST, INC.

Dear Sir or Madam:

Enclosed herewith for filing in connection with the above referenced matter, please find Articles of Incorporation, together with Registered Agent form. My check in the amount of \$78.75 is enclosed to cover the cost of your fee.

Please forward a certified copy to this office.

Thank you for your assistance in this matter.

Sincerely,

And the second of the second second

Michelle R. Donahue

MRD:dn Enclosures

ARTICLES OF INCORPORATION OF

FILED 05 JUL 18 PM 12: 04

M.R.C. TURF SPECIALIST, INC.

The undersigned subscriber to these Articles of ALLAHASSEE.FLORIDA

Incorporation, competent to contract, hereby forms a

corporation for profit under the Laws of the State of

Florida.

ARTICLE I - NAME

The name of the Corporation is: M.R.C TURF SPECIALIST, INC., whose address is 239 Robbins Rest Circle, Davenport, Florida 33896.

ARTICLE II - PURPOSE

The Corporation may engage in any activity or business permitted under the laws of the United States and or the State of Florida.

ARTICLE III - CAPITAL STOCK

The total authorized capital stock of this Corporation ___ shall be 100 shares of common stock at \$1.00 par value, all of said common stock fully paid and non-assessable.

ARTICLE IV - PREEMPTIVE RIGHTS

The shareholders of this Corporation shall have preemptive rights to the Corporation's common stock.

ARTICLE V - TERM OF EXISTENCE

The Corporation shall have perpetual existence, unless sooner dissolved according to law.

ARTICLE VI - ADDRESS

The principal office of this Corporation shall be 239 Robbins Rest Circle, Davenport, Florida 33896, but the Corporation shall have the power to establish branch offices and other places of business at such other place within or without the State of Florida, as may be determined and deemed expedient by the Board of Directors.

ARTICLE VII - DIRECTORS

This Corporation shall have three Directors initially.

The number of Directors may be increased or diminished from time to time according to By-Laws adopted by the Stockholders, but shall never be less than one.

ARTICLE VIII - ORIGINAL DIRECTORS

The name and address of the member of the first Board of Directors, are:

W. MARK COLE 239 Robbins Rest Circle
Davenport, FL 33896

CHRISTOPHER BOWERS 2870 Sheffield Road Winter Haven, FL 33880

ROBERTO GUERRA 311 Orange Blossom Drive Winter Haven, FL 33880

ARTICLE IX - SUBSCRIBER

The names and addresses of the Subscribers to the Certificate of Incorporation of this Corporation, are:

W. MARK COLE 239 Robbins Rest Circle
Davenport, FL 33896

CHRISTÓPHER BOWERS

2870 Sheffield Road Winter Haven, FL 33880

ROBERTO GUERRA

311 Orange Blossom Drive Winter Haven, FL 33880

IN WITNESS WHEREOF, the Subscriber has hereunto set his hand and seal and acknowledged and filed the foregoing Articles of Incorporation in the office of the Secretary of State, this /4/1 day of July, 2005.

MARK COLE

STATE OF FLORIDA COUNTY OF POLK

BEFORE ME, personally appeared, W. MARK COLE, CHRISTOPHER BOWERS and ROBERTO GUERRA, to me well known and known to me to be the individuals described in and who executed the foregoing Articles of Incorporation, who is personally known to me or who has produced

did not) take an oath and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County of Polk and State of Florida, this day of July, 2005.

Notary Public/State of Florida

My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, <u>Florida Statutes</u>, the following is submitted in compliance with said Act:

FIRST - - M.R.C. TURF SPECIALIST, INC., desiring to organize under the Laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in the City of Davenport, State of Florida, has named, W. MARK COLE located at 239 Robbins Rest Circle, Davenport, Florida 33896, as its Agent to accept Service of Process within this State.

ACKNOWLEDGMENT: (Must be signed by Registered Agent)

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.

W. MAKK COLE Registered Agent