

**Electronic Articles of Incorporation
For**

P11000008786
FILED
January 26, 2011
Sec. Of State
tburch

UPSIDE DOWN SOD CORP

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

UPSIDE DOWN SOD CORP

Article II

The principal place of business address:

407 SE 3RD ST
FORT MEADE, FL. US 33841

The mailing address of the corporation is:

P.O. BOX 670
FORT MEADE, FL. US 33841

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

100

Article V

The name and Florida street address of the registered agent is:

CARLOS COLCHADO
407 SE 3RD ST
FORT MEADE, FL. 33841

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: CARLOS COLCHADO

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Article VI

The name and address of the incorporator is:

DAMEN CARLTON
315 SR 62 APT A 207

BOWLING GREEN FL 33834

Electronic Signature of Incorporator: DAMEN CARLTON

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: PRES
DAMEN CARLTON
315 SR 62 APT A 207
BOWLING, FL. 33834 US

Title: VP
CARLOS COLCHADO
407 SE 3RD ST
FORT MEADE, FL. 33841 US

Article VIII

The effective date for this corporation shall be:

01/26/2011