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EXAMINER'S INITIALS:

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CONTACT PERSON: Andrea C. Mabry

CERTIFICATE OF GOOD STANDING

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TALLAMASSEE, FLORIDA

### ARTICLES OF INCORPORATION

OF

POLO TURFGRASS MANAGEMENT, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

#### ARTICLE I. NAME

The name of the corporation shall be:

POLO TURFGRASS MANAGEMENT, INC.

The address of the principal office of this corporation shall be 2159 Polo Gardens Drive, Suite 208, Wellington, Florida 33414, and the mailing address of the corporation shall be the same.

## ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

### ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$10.00 par value per share.

## ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 590 Royal Palm Beach Boulevard, Royal Palm Beach, Florida 33411, and the name of the initial registered agent of the corporation at that address is Robert David Jones.

## ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

## ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Michael C. Davis 2159 Polo Gardens Drive, Suite 208 Dir./Pres./Sec./Treas. Wellington, Florida 33414

## ARTICLE VII. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

### ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

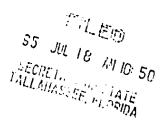
Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on July 17, 1995.

CORPORATION SERVICE COMPANY

By: Oc. State Shelby

GMC/acg



# ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN THE ARTICLES OF INCORPORATION

ROBERT DAVID JONES, ESQ., an individual residing in this state having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

POLO TURFGRASS MANAGEMENT, INC.

is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

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ROBERT DAVID JONES, E