JOHN MINOT

ATTORNEY

319 River Edge Blvd., Suite 214 Cocoa, Florida 32922 (407) 636-0055 FAX (407) 633-6308

P97000078096

Secretary of State The Capitol Tallahassee, FL 32302 500002287045--0 -09/08/97--01106--005 ****122.50 *****122.50

ATT: Corporation Division

Gentlemen:

Enclosed is original and copy of Articles of Incorporation of Sod Source, Inc., together with my check for \$122.50 to cover the filing fee, charter tax, certified copy of Articles and resident agent fee.

After the Charter has been filed, please furnish me a certified copy of said Articles.

Sincerely,

Haun Rewes

JOHN MINOT

JM/kr Encl. 97 SEP -8 AN 8: 29

ARTICLES OF INCORPORATION

OF

97 SEP -8 AM 8:29

SOD SOURCE, INC.

ARTICLE I - NAME

The name of this corporation is Sod Source, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of hauling sod and for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 560 Barnes Boulevard, Rockledge, Florida 32955, Brevard County, and the name of the initial registered agent of this corporation is Donna Gail Wojac.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be increased at any time by the Bylaws. The names and addresses of the initial directors of this corporation are Donna Gail Wojac and Jimmy D. Hattaway, at 560 Barnes Boulevard, Rockledge, Florida 32955.

ARTICLE VII - INCORPORATOR

The names and addresses of the persons signing these Articles is Donna Gail Wojac and Jimmy D. Hattaway, at 560 Barnes Boulevard, Rockledge, Florida 32955.

ARTICLE VIII - BYLAWS

The power to adopt, alter, amend, or repeal Bylaws shall be

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 2nd day of September, 1997.

Donna Gail Wojac

Jimmy D. Hattaway

STATE OF FLORIDA COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 2nd day of September, 1997, by DONNA GAIL WOJAC and JIMMY D. HATTAWAY, who have produced Florida Drivers Licenses as identification.

Motory Public,

John Minot My Commission / CC604232 Expires Footuay 6, 2000 Bonded Thru Troy fam Insurance, Inc

FILED
SECRETARY OF STATE
VISION OF CORPORATIONS

STATE OF FLORIDA

DEPARTMENT OF STATE

97 SEP -8 AM 8:30

Certificate Designating Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May be Served and Names and Addresses of the Officers and Directors.

The following is submitted, in compliance with Chapter 48.091, Florida Statutes:

SOD SOURCE, INC		
a corporation organized	(or organi	zing) under the laws of the State
of <u>Florida</u>	with its	principal office at <u>560 Barnes</u>
Boulevard , in the Cit	y of <u>Rock</u>	ledge , County of Brevard ,
State of <u>Florida</u>		_, has named <u>Donna Gail Wojac</u>
located at560 Barne	s Boulevar	d City of Rockledge ,
County of Brevard	State of _	Florida , as its agent to accept
service of process with	in this st	cate.
OFFICERS:		
NAME TITLE		SPECIFIC ADDRESS
Donna Gail Wojac	(P)	560 Barnes Boulevard Rockledge, FL 32955
Jimmy D. Hattaway		same as above
Jimmy D. Hattaway		same as above
Jimmy D. Hattaway		same as above
DIRECTORS:		
Donna Gail Wojac		560 Barnes Boulevard Rockledge, FL 32955
Jimmy D. Hattaway		same as above
		
		BY: Halfaction (corporate officer)

ACCEPTANCE:

I agree as Resident Agent to accept Service of Process: to keep office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in the office as required by Law.