

LAW OFFICES OF  
**JEFF TOMBERG, J.D., P.A.**  
P.O. DRAWER EE  
626 S.E. 4TH STREET  
BOYNTON BEACH, FLORIDA 33435

Jeff Tomberg  
Board Certified Civil  
Trial Lawyer

of Counsel  
Joseph Tomberg

February 2, 1998

(561) 732-6488  
(561) 737-1345  
FAX: (561) 734-8971

P98000012303

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

Re: DELRAY SOD & TRUCKING, INC.

400002423484--7  
-02/06/98--01045--001  
\*\*\*\*\*75.00 \*\*\*\*\*75.00

Gentlemen:

Enclosed is our check in the amount of \$75.00. Please file the attached corporation for DELRAY SOD & TRUCKING, INC., and return a copy of the Articles to this office when filed.

Thank you.

Very truly yours,

JEFF TOMBERG

JeT/ah  
enc.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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RP  
02-06-98

ARTICLES OF INCORPORATION

of

DELRAY SOD & TRUCKING, INC.

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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Article I -- Name

The name of this corporation is DELRAY SOD & TRUCKING, INC.

Article II -- Duration

This corporation shall exist for a perpetual period of time.

Article III -- Purpose

This corporation is organized for the purpose of operating a trucking business, wholesale and retail sod and landscaping, and transacting any and all business which may be permitted under the laws of the State of Florida, and approved by the Board of Directors.

Article IV -- Capital Stock

This corporation is authorized to issue 100 shares of common stock at ten (\$10.00) dollar par value.

Article V -- Capital Stock Voting Rights

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

Article VI -- Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to

purchase his pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

Article VII -- Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 3908 N. Federal Highway, Delray Beach, FL 33483. The name of the initial registered agent of this corporation at that address is TED SORG.

Article VIII -- Principal Place of Business

The initial principal place of business is 3908 N. Federal Highway, Delray Beach, FL 33483. The mailing address is 3908 N. Federal Highway, Delray Beach, FL 33483.

Article IX -- Initial Board of Directors

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one.

The name and address of the initial director of this corporation is as follows:

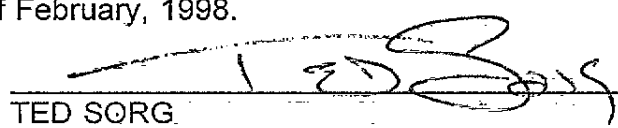
TED SORG  
3908 N. Federal Highway  
Delray Beach, FL 33483

Article X -- Incorporator

The name and address of the person signing these articles is:

TED SORG  
3908 N. Federal Highway  
Delray Beach, FL 33483

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 3d day of February, 1998.

  
TED SORG

LS



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

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The following is submitted pursuant to F.S. 48.091.

DELRAY SOD & TRUCKING, INC., organized under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at 3908 N. Federal Highway, Delray Beach, FL 33483, has named TED SORG, located at 3908 N. Federal Highway, Delray Beach, FL 33483, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

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

  
\_\_\_\_\_  
TED SORG

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