

D99000099744

JOSEPH T. TELLES, INC.
5900 N. ANDREWS AVE.
SUITE 824
FT. LAUDERDALE, FL. 33309
1-954-491-1849


FILED
99 NOV 12 AM 10:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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****122.50 ****78.75

October 15, 1999

Department of State,

Please find enclosed the Articles of Incorporation for OC Turf Farms, Inc. and the appropriate fee to the Department of State.


Joseph T. Telles

D. BROWN NOV 15 1999

**ARTICLES OF INCORPORATION
OF
OC TURF FARMS, INC.**

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The name of the Corporation is OC TURF FARMS, INC.

The address of the Corporation is 1268 Gallop Drive, Loxahatchee, FL 33470.

ARTICLE II

This Corporation shall have perpetual existence.

ARTICLE III

This Corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE IV
CAPITAL STOCK**

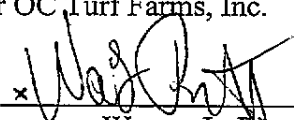
This Corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock.

**ARTICLE V
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 issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI
INITIAL REGISTERED OFFICE, AGENT AND ACCEPTANCE**

The street address of the initial registered office of this corporation is 1268 Gallop Drive, Loxahatchee, FL 33470 and the name of the initial registered agent of this corporation at that address is Warren L. Prescott. I hereby am familiar with and accept the duties and responsibilities as registered agent for OC Turf Farms, Inc.

x 

Warren L. Prescott

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

This corporation shall have 1 directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one. The name and address of the initial directors of this corporation are:

NAME	ADDRESS
Warren L. Prescott	1268 Gallop Drive Loxahatchee, FL 33470

ARTICLE VIII INCORPORATION

The name and address of the person signing these Articles are:

NAME	ADDRESS
Warren L. Prescott	1268 Gallop Drive Loxahatchee, FL 33470

ARTICLE IX INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any other former officer or director, to the full extent permitted by law.

**ARTICLE X
AMENDMENT**

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

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TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this the 15th day of October, 1999

STATE OF FLORIDA

) *x W. L. Prescott*

COUNTY OF PALM BEACH

)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Warren L. Prescott known to me and known by me to be the persons who executed the foregoing Articles of OC Turf Farms, Inc. and he acknowledges before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this the 15th day of October, 1999.

Kimberly A. Crissman

**Notary Public
State of Florida at Large**

My Commission expires:

Proof of Identification:
Florida Drivers Licence



KIMBERLY A. CRISSMAN
My Commission CC582429
Expires Jun. 17, 2000