

State of Idaho

Office of the Secretary of State

**CERTIFICATE OF AUTHORITY
OF
PHILLIPS AND JORDAN, INCORPORATED**

File Number C 144765

I PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: 22 July 2002



Pete T. Cenarrusa
SECRETARY OF STATE

By *Deborah Hollaway*



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

2002 JUL 22 PM 2:03

The undersigned Corporation applies for a Certificate of Authority and states as follows:

SECRETARY OF STATE
IDAHO

1. The name of the corporation is:

Phillips and Jordan, Incorporated

2. The name which it shall use in Idaho is: Phillips and Jordan, Incorporated

3. It is incorporated under the laws of: North Carolina

4. Its date of incorporation is: August 4, 1959

5. The address of its principal office is:

6621 Wilbanks Road, Knoxville, Tennessee 37912

6. The address to which correspondence should be addressed, if different from item 5, is:

7. The street address of its registered office in Idaho is: 300 North 6th Street, Boise, ID 83702

and its registered agent in Idaho at that address is: CT Corporation System

8. The names and respective business addresses of its directors and officers are:

Name	Office	Address
SEE ATTACHED LIST OF OFFICERS AND DIRECTORS		

Dated: July 19, 2002

Signature: Connie H. Nichols

Typed Name: Connie H. Nichols

Capacity: Corporate Secretary

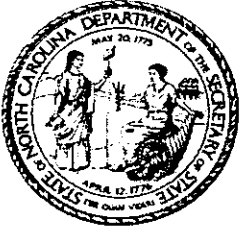
Customer Acct # :

(if using pre-paid account)

Secretary of State use only

g:\corpforms\corp
forms\appforauthority_profit.pmf6
Revised 07/2002

IDAHO SECRETARY OF STATE
07/22/2002 05:00
CK: 514939 CT: 162106 BH: 478468
1 @ 100.00 = 100.00 AUTH PRO # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3



North Carolina

Department of The Secretary of State

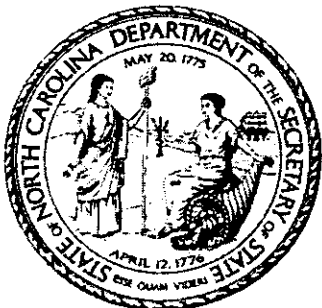
CERTIFICATE OF EXISTENCE

I, **ELAINE F. MARSHALL**, Secretary of State of the State of North Carolina, do hereby certify that

PHILLIPS AND JORDAN, INCORPORATED

is a corporation duly incorporated under the laws of the State of North Carolina, having been incorporated on the 4th day of August, 1959, with its period of duration being Perpetual.

I **FURTHER** certify that, as of the date set forth hereunder, the said corporation's articles of incorporation are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said corporation is not administratively dissolved for failure to comply with the provisions of the North Carolina Business Corporation Act; that its most recent annual report required by N.C.G.S. 55-16-22 **has been** delivered to the Secretary of State; and that the said corporation has not filed articles of dissolution as of the date of this certificate.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 18th day of July, 2002.

Elaine F. Marshall

Secretary of State

**PHILLIPS AND JORDAN, INCORPORATED
OFFICERS AND DIRECTORS**

<u>NAME</u>	<u>TITLE</u>	<u>HOME ADDRESS</u>	<u>CITY</u>	<u>STATE</u>	<u>ZIP</u>
<u>Officers:</u> William T. Phillips, Sr.	Chairman & CEO	800 Brixworth Blvd.	Knoxville	TN	37922
Ben R. Turner	President & COO	35502 Butts Landing	Dade City	FL	33525
J. Patrick McMullen	Vice President CFO & Treasurer	16 Hickory Place	Norris	TN	37928
William T. Phillips, Jr.	Vice-Chairman & Vice-President Real Estate and Development	4360 Lyons Pointe Lane	Knoxville	TN	37919
Scott D. Orr	Vice President FL Clearing Division	32645 Trilby Road	Dade City	FL	33525
H. Lin Riley, Jr.	Vice President TN Heavy Division	402 Ensign Lane	Knoxville	TN	37922
Wendell E. Durham	Vice President FL Clearing Division	5701 Brook Loop Drive	Lakeland	FL	33811
Randy Jordan	Vice President NC Clearing Division	34 Shane Laughter Rd.	Robbinsville	NC	28771
Stanley L. Croy	Vice President FL Heavy Division	8038 W. Ridge Pointe Dr.	Lakeland	FL	33809
Dan R. Garson	Vice President Golf Services Division	1586 South Wolfe Road	Sunnyvale	CA	94087
Niall W. Fraser	Vice President Golf Services Division	17824 Osprey Pointe Place	Tampa	FL	33647
Connie H. Nichols	Secretary & Asst. Vice President Real Estate and Development	902 Forest Ridge Circle	Knoxville	TN	37932
R. Page Riley	Asst. Vice President	1301 Amblewinds Lane	Knoxville	TN	37922
Max G. Morton	Asst. Vice President	161 Country Walk Drive	Powell	TN	37849
Dorinda A. Futch	Assistant Secretary	2720 Ewell Road	Lakeland	FL	33811
Janet C. Waldrup	Assistant Secretary	274 Long Branch Road	Robbinsville	NC	28771
Donna Myers	Assistant Secretary	2129 Autumn Oak Circle	Maryville	TN	37801

Directors:

William T. Phillips, Sr.
William T. Phillips, Jr.
Ben R. Turner
J. Patrick McMullen
Connie H. Nichols

Chairman
Vice Chairman
Director
Director
Director

800 Brixworth Blvd.
4360 Lyons Pointe Lane
33502 Butts Landing
16 Hickory Place
902 Forest Ridge Circle

Knoxville
Knoxville
Dade City
Norris
Knoxville

TN
TN
FL
TN
TN

37922
37919
33525
37928
37932