

196000000975

Michael J. Stuart
4401 East Colonial Drive
Post Office Box 140155
Orlando, Florida 32814
(407) 894-1351
February 21, 1996

Division of Corporations
Florida Department of State
Post Office Box 6327
Tallahassee, Florida 32314

100001721721
-02/22/96--01085--011
*****70.00 *****70.00

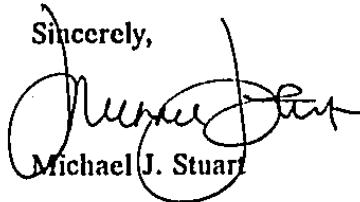
RE: ARTICLES OF INCORPORATION OF GROWN IN
THE USA COALITION, INC.

Dear Sir or Madam:

Enclosed please find the original and one copy of the execut-
ed Articles of Incorporation of Grown in the USA Coalition,
Inc. Also enclosed is your department's name reservation
letter and a check for \$70 to cover filing costs for the Arti-
cles and the Registered Agent.

Thank you and please let me know if you need any additional
information.

Sincerely,


Michael J. Stuart

MJS/jd

FILED
96 FEB 22 PM 12:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2/23/96


ARTICLES OF INCORPORATION

OF

GROWN IN THE USA COALITION, INC.

We, the undersigned residents of the State of Florida, desiring to form a non-profit corporation under the Florida Not For Profit Corporation Act, do hereby certify:

SECRET
ALL INFORMATION CONTAINED
HEREIN IS UNCLASSIFIED
DATE 11/11/85 BY SP-6
JTB/STW

ARTICLE I

Name and Principal Office Address

The name of the corporation shall be GROWN IN THE USA COALITION, INC., hereinafter called the "Corporation." The principal office shall be 4401 East Colonial Drive, Post Office Box 140155, Orlando, Florida 32814.

ARTICLE II

Registered Agent

The name of the Registered Agent is MICHAEL J. STUART and the address of the registered office is 4401 East Colonial Drive, Post Office Box 140155, Orlando, Florida 32814.

ARTICLE III

Duration

The period of duration of this non-profit Corporation shall be perpetual.

ARTICLE IV

Purpose and Powers

The purpose of this Corporation shall be to work for the food security education and policy development for the citizens of the United States of America, to insure them an economically viable, wholesome and bountiful domestic food supply, and to secure cooperative action in advancing the common purposes of the Corporation to achieve these goals. Furthermore, the Corporation shall have all powers and may engage in any lawful act or activity for which corporations may be organized under the Florida Not for Profit Act.

ARTICLE V
Board of Directors

The property, affairs, business, and operation of the Corporation shall be managed by a Board of Directors, which shall be elected as provided in the Bylaws.

The number of directors of this Corporation shall be not less than three nor more than thirty. The names and addresses of the persons who are the initial directors of the Corporation are as follows:

Michael J. Stuart	4401 East Colonial Drive Post Office Box 140155 Orlando, Florida 32814
Wayne Hawkins	4401 East Colonial Drive Post Office Box 140635 Orlando, Florida 32814
Scottie J. Butler	5700 SW 34th Street Post Office Box 147030 Gainesville, Florida 32614-7030
Leonard E. White	310 Southeast First Street, Suite 1 Delray Beach, Florida 33483
Tom Kirby	1850 Old Dixie Highway Homestead, Florida 33033
J. Luis Rodriguez	1451 West Cypress Creek Rd, Ste 211 Ft. Lauderdale, Florida 33309-1953
Lloyd Rosier	6897 Massachusetts Drive Lantana, Florida 33462

ARTICLE VI
Non-Profit Limitations

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article IV hereof.

ARTICLE VII
Officers and Duties

The general officers of the Corporation shall be President, Vice President and Secretary-Treasurer.

The principal duties of the President shall be to preside at all meetings of the Board of Directors and to have a general supervision of the affairs of the Corporation.

The principal duties of the Vice President shall be to discharge the duties of the President in the event of absence or disability, for any cause whatsoever, of the President.

The principal duties of the Secretary-Treasurer shall be to countersign all deeds, leases, and conveyances executed by the Corporation, affix the seal of the Corporation thereto and to such other papers as shall be required or directed to be sealed, and to keep a record of the proceedings of the Board of Directors, and to safely and systematically keep all books, papers, records and documents belonging to the Corporation, or in any way pertaining to the business thereof.

In addition, the principal duties of the Secretary-Treasurer shall be to keep an account of all monies, credits and property of any and every nature of the Corporation which shall come into his hands, and to keep an accurate account of all monies received and disbursed and of proper vouchers for monies disbursed, and to render such accounts, statements, and inventories of monies received and disbursed and of money and property on hand, and generally of all matters pertaining to his office, as shall be required by the Board of Directors.

The Board of Directors may provide for the appointment of such additional officers as they may deem for the best interest of the Corporation.

Whenever the Board of Directors may so order, any two offices, the duties of which do not conflict, may be held by one person.

The officers shall perform such additional or different duties as shall from time to time be imposed or required by the Board of Directors, or as may be prescribed from time to time by the Bylaws.

ARTICLE VIII
Officer Elections

All officers shall be elected or appointed as provided by the Bylaws.

ARTICLE IX
Initial Officers

Names of the officers who are to serve until first election or appointment under the Articles of Incorporation:

President	Michael J. Stuart
Vice President	Wayne Hawkins
Secretary-Treasurer	Reginald L. Brown

ARTICLE X
Membership

The Corporation shall have no members.

ARTICLE XI
By-Laws

The Board of Directors is expressly authorized to frame, adopt and amend any such By-Laws for the Corporation as are not inconsistent with the laws of the State of Florida or these Articles of Incorporation.

ARTICLE XII
Dissolutionment

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Court of Competent Jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall deter-

mine, which are organized and operated exclusively for
purposes.

FILED
96 FEB 22 PM 12:45
TALLAHASSEE, FLORIDA
CLERK OF SUPERIOR COURT

ARTICLE XIII
Incorporators

The names and addresses of the persons forming this Corporation are as follows:

- | | |
|-------------------|--|
| Michael J. Stuart | 4401 East Colonial Drive
Post Office Box 140155
Orlando, Florida 32814 |
| Wayne Hawkins | 4401 East Colonial Drive
Post Office Box 140635
Orlando, Florida 32814 |
| Scottie J. Butler | 5700 SW 34th Street
Gainesville, Florida 32608 |

IN WITNESS WHEREOF, we have executed these Articles of Incorporation on February 21, 1996.

Wayne Hawkins

Wayne Hawkins, Director and Incorporator

Scottie J. Butler

Scottie J. Butler, Director and Incorporator

Michael J. Stuart

Michael J. Stuart, Director, Incorporator and Registered Agent, who hereby acknowledges that he is familiar with the responsibilities and accepts the designation as Resident Agent for the Corporation.