

Law Offices of H. Christopher Tompkins, II
1706 South Kings Avenue
Brandon, Florida 33511-6216
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TRANSMITTAL LETTER

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

SUBJECT: FLORIDA ORGANIC FERTILIZER, INC.
(Proposed corporate name - must include suffix)

00 MAY 15 AM 11:06
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosed is an original and one(1) copy of the articles of incorporation and a check for:

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate of Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: CHRIS TOMPKINS
Name (Printed or typed)

1706 S KINGS AVE
Address

BRANDON FL 33511-6212
City, State & Zip

813.685.7564
Daytime Telephone number

CB
5-18-00
5

ARTICLES OF INCORPORATION
OF
FLORIDA ORGANIC FERTILIZER, INC.

FILED
00 MAY 15 AM 11:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME OF CORPORATION

The name of the corporation is FLORIDA ORGANIC FERTILIZER, INC.

ARTICLE II

PRINCIPAL OFFICE

The principal office of the Corporation is located at 1706 S. Kings Ave; Brandon Florida 33511-6216.

ARTICLE III

INITIAL REGISTERED AGENT

The street address of the initial registered agent of the Corporation is 1706 South Kings Avenue; Brandon, Florida 33511-6216 and the name of the initial registered agent at that address is H. Christopher Tompkins, II.

ARTICLE IV

PURPOSE

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE V

DIRECTORS

The affairs of this Corporation shall be managed initially by a Board of three (3) Directors. The number of Directors may be changed by amendment of the By-Laws of the Corporation. The names and addresses of the persons who are to act in the capacity of Director until the selection of his/her successor are:

<u>NAME</u>	<u>ADDRESS</u>
Anna R. Padron	1706 S. Kings Ave Brandon, Florida 33511-6216
Elizabeth P. Tompkins	1706 S. Kings Ave. Brandon, Florida 33511-6216
H. Christopher Tompkins, II	1706 S. Kings Ave. Brandon, Florida 33511-6216

At the first annual meeting, the members shall elect three (3) Directors for a term of one (1) year.

ARTICLE VI

OFFICERS

The affairs of the Corporation shall be managed by a President, Vice President, Secretary, and Treasurer and such other officers as permitted by the By-Laws. The names of the persons who shall act as officers of the Corporation until the election of his/her successor are:

President	H. Christopher Tompkins, II
Vice President	Elizabeth P. Tompkins
Secretary	Anna R. Padron
Treasurer	Anna R. Padron

The above-named officers shall serve until the first organizational meeting of the Board of Directors and shall hold office for a one (1) year period from the date of their selection.

ARTICLE VII

DURATION

The corporation shall exist perpetually.

ARTICLE VIII

BY-LAWS

The By-Laws of this Corporation shall be adopted by the Board of Directors and may be altered, amended, or rescinded by a majority vote of the Board of Directors.

ARTICLE IX

CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 1000 shares of common stock (having a par value of \$1.00 per share).

ARTICLE X

INCORPORATOR

The name and mailing address of the person signing these Articles of Incorporation as the Incorporator is:

NAME

ADDRESS

H. Christopher Tompkins, II

1706 South Kings Avenue
Brandon, Florida 33511-6216

ARTICLE XI

AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all the Directors and all the stockholders sign a written statement manifesting their intentions that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, I, the undersigned, constituting the Incorporator of this Corporation, have executed these Articles of Incorporation this 8TH day of MAY, 2000.


H. CHRISTOPHER TOMPKINS, II

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the designation as Registered Agent of FLORIDA ORGANIC FERTILIZER, INC.


H. CHRISTOPHER TOMPKINS, II

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TALLAHASSEE, FLORIDA