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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : YOUR CAPITAL CONNECTION, INC.
Account Number : I20000000257
Phone : (850) 224-8870
Fax Number : (850) 224-7047

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FLORIDA PROFIT CORPORATION OR P.A.

CROP & DROP INTERNATIONAL, INC.

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H02000231513 1

ARTICLES OF INCORPORATION

OF

CROP & DROP INTERNATIONAL, INC.

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CLERK OF DISTRICT COURT
NORTH DALLAS COUNTY TEXAS

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is CROP & DROP INTERNATIONAL, INC.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 101 NE 3rd Avenue, Suite 1500, Ft. Lauderdale, FL 33301.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares having a par value of (\$.50) per share.

H02000231513 1

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is **Suzanne Weiss**, 1515 University Drive, Suite 203A, Coral Springs, FL 33071.

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of each member of the initial Board of Directors of the corporation is CEO/ Treasurer: **Joel Bartlett**, President: **Robert Reeves**, Chief Operations Officer: **James E. Miller**, 101 NE 3rd Avenue, Suite 1500, Ft. Lauderdale, FL 33301.

The undersigned has executed these Articles of Incorporation this 27th day of November 2002.

"Capital Connection, Inc. by Stacey Legget, Client Representative"

Stacey Leggett

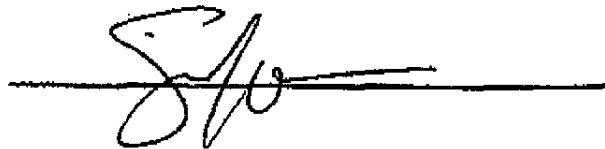
H02000231513 1

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: CROP & DROP INTERNATIONAL, INC.
2. The name and street address of the registered agent and office is: Suzanne Weiss, 1515 University Drive, Suite 203A
Coral Springs, FL 33071

HAVE BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



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