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TALLAHASSEE, FL 32310-2600
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PROMOTED
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032
DIVISION OF CORPORATION

REFERENCE : 979889 83522A

AUTHORIZATION : Patricia Pizant

COST LIMIT : \$ 122.50

ORDER DATE : June 7, 1996

ORDER TIME : 10:40 AM

ORDER NO. : 979889

40000185554

CUSTOMER NO: 83522A

CUSTOMER: Luciano Isla, Esq
LUCIANO ISLA, ESQ

Suite 300
1790 W. 49th Street
Hialeah, FL 33012

DOMESTIC FILING

NAME: SIBONEY CITRUS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

96/7/96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN -7 PM 12:45

ARTICLES OF INCORPORATION
OF

FILED
IN THE CLERK OF STATE
OFFICE OF THE CLERK OF STATE
96 JUN -7 PM 12:45

SIBONEY CITRUS, INC.

ARTICLE I - NAME

SIBONEY CITRUS, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Hundred (100) Shares of \$1.00 par value common stock, which shall be designated "Common Shares".

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his/her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to the others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT
AND PRINCIPAL OFFICE

The street address of the initial registered office/principal office of this corporation is 1790 West 49th Street, Suite 300, Hialeah, Florida, and the name of the initial registered agent of this corporation at that address is LYDIA M. ISLA.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the By-Laws.

The name(s) and address(es) of the initial Board of Directors of this corporation is/are:

<u>NAME</u>	<u>P/S/T/D</u>	<u>ADDRESS</u>
Jose Rene Caraballo	P/S/T/D	5005 Collins Avenue, #1218 Miami Beach, FL 33140

ARTICLE VIII - INCORPORATORS

The name and address of each person signing these Articles is:

<u>NAME</u>	<u>ADDRESS</u>
Lydia M. Isla	1790 West 49th Street, #300 Hialeah, FL 33012

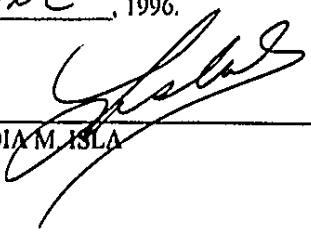
ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by Law.

ARTICLE X - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 6th day of June, 1996.



LYDIA M. ISLA

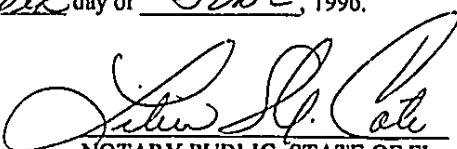
STATE OF FLORIDA

COUNTY OF DADE

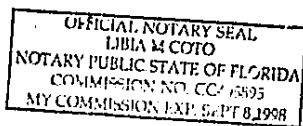
BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County set forth above, personally appeared, LYDIA M. ISLA, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal in the State and County aforesaid, this 6th day of June, 1996.

My Commission Expires:



NOTARY PUBLIC, STATE OF FL



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED**

FIRST -- THAT SIBONEY CITRUS, INC., DESIRING TO ORGANIZE OR QUALIFY
UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE
OF BUSINESS AT CITY OF HIALEAH, STATE OF FLORIDA, HAS NAMED
LYDIA M. ISLA, LOCATED AT 1790 WEST 49TH STREET, SUITE 300, HIALEAH,
FL 33012, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN
FLORIDA.

BY: 

TITLE: Incorporator

DATE: 6-6-96

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE,
I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO
COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE
PROPER PERFORMANCE OF MY DUTIES.

SIGNATURE: 

DATE: 6-6-96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN -7 PM 12:45