

TRANSMITTAL LETTER

P9900087754

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

100003000481--5
-09/29/99--01060--011
*****78.75 *****78.75

SUBJECT: AgroServices of Miami, Inc.
(Proposed corporate name - must include suffix)

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: Wesley J. Allen
Name (Printed or typed)

1351 N.W. 78th Ave
Address

Miami, FL 33126
City, State & Zip

Wesley Allen GAVE AUTHORIZATION BY PHONE TO (305) 503-1200 Ext 236
Daytime Telephone number

CORRECT add suffix
is aware of Agro Services Inc. C Moore
DATE _____
DOC. EXAM. OT

FILED
99 SEP 29 AM 10:56
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

WJA-22745
PH 10/5/99

ARTICLES OF INCORPORATION
OF
AGROSERVICES OF MIAMI, INC.

FILED
99 SEP 29 AM 10:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a Florida Corporation under the Florida General Corporation Act, Chapter 607.0401 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is AgroServices of Miami, Inc.

ARTICLE II

PRINCIPLE OFFICE AND MAILING ADDRESS

The principle office of the Corporation is 1351 N.W. 78th Ave, Miami Florida 33126. The mailing address of the Corporation is 1351 N.W. 78th Ave, Miami Florida, 33126.

ARTICLE III

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which Corporations may be incorporated under the law of the State of Florida.

ARTICLE IV

CAPITAL STOCK

The Corporation is authorized to issue 1000 shares of One Dollar (\$1.00) par value Common stock.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 1351 NW 78th Avenue, Miami, Florida, 33126, and the name of the initial Registered Agent of the Corporation is Ralph Milman

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The Corporation shall initially have one (1) directors to hold office until the first annual meeting of the shareholders and successors to said director shall have been duly elected and qualifies, or until the earliest resignation, removal from office, or death of said directors. The number of directors may be either increased or decreased from time to time in accordance with the bylaws of the Corporation. The names and addresses of the initial directors of the Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Ralph Milman	1351 NW 78 th Avenue, Miami, Florida, 33126

ARTICLE VII

INCORPORATOR

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

<u>NAME</u>	<u>ADDRESS</u>
Wesley J. Allen	1351 NW 78 th Avenue, Miami, Florida, 33126

ARTICLE VIII

AMENDMENTS

The power to amend these Articles of Incorporation in accordance with the laws is reserved to the shareholders. Any right conferred upon any shareholder by these Articles of Incorporation is subject to this reservation.

IN WITNESS WHEREOF, the undersigned had executed these Articles of Incorporation this 16th day of September, 1999.

FILED

99 SEP 29 AM 10: 56

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W. J. Allen

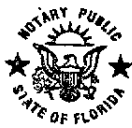
WESLEY J. ALLEN

STATE OF FLORIDA)
 : SS,
COUNTY OF DADE)

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the state and county aforesaid to take acknowledgments, personally appeared Wesley J. Allen, who is personally known to me or has produced Florida Drivers License #A450-890-53-052-0 as identification and who did take an oath, who is described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

WITNESS my hand and official seal in the country and state last aforesaid, this September 16, 1999.

Name: *Miriam J. Cordero*
NOTARY PUBLIC



MIRIAM J CORDERO
My Commission CC544064
Expires May. 20, 2000

My Commission Expires:

ACCEPTANCE OF DESIGNATION AS A REGISTERED AGENT

I hereby accept the appointment as the initial Registered Agent of AgroServices of Miami, Inc as made in the foregoing Articles of Incorporation.

DATE: September 16, 1999

Ralph Milman

Ralph Milman