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July 18, 1997

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Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32301

Re: Nevins Fruit Co., Inc..

Dear Sir/Madam:

500002244815--8
-07/23/97--01031--020
*****35.00 *****35.00

Enclosed find an original and one copy of Amended and Restated Articles of Incorporation for the above-referenced Corporation. Also enclosed is check in the sum of \$35.00 to cover your filing fees.

Please stamp the copy of the Amendment with the date received in your office and return to the undersigned.

Thank you for your assistance in this matter.

Very truly yours,

Harry A Jones
Harry A. Jones

HAI/re
Enc.

FILED
97 JUL 23 PM 12:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Jee
7/28

Amended & Restated

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
NEVINS FRUIT CO., INC.

97 JUL 23 PM 12:07
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NEVINS FRUIT CO., INC., a corporation organized under the laws of the State of Florida and under its corporate seal and the hands of its President and Secretary hereby certify that:

The Board of Directors and all Stockholders of said corporation, at a joint meeting called and held on the 28th day of June, 1996, unanimously adopted the following resolution:

"BE IT RESOLVED by the Board of Directors and all the Stockholders of NEVINS FRUIT CO., INC. that said Board and Stockholders deem it advisable and hereby declare that the Articles of Incorporation as previously filed be amended or restated as follows:

ARTICLE I
NAME

The name of the Corporation is: NEVINS FRUIT CO., INC.

ARTICLE II
NATURE OF BUSINESS

The nature of the business of this corporation is any and all lawful business which a corporation is permitted to conduct in the State of Florida.

ARTICLE III
CAPITAL STOCK

The capital stock of the Corporation shall consist of a maximum 100 shares of voting common stock at \$100.00 par value per share and a maximum of 1,000,000 shares of nonvoting preferred stock at \$1.00 par value per share. The respective rights and priorities of common stock and preferred stock as to the allocation and distribution of dividends, profits and proceeds upon dissolution shall be as specified in the Bylaws of the Corporation.

ARTICLE IV
INITIAL CAPITAL

The amount of capital with which this Corporation will begin business and continue business shall at no time be less than \$1000.00.

ARTICLE V
TERM OF EXISTENCE

This Corporation is to have perpetual existence.

ARTICLE VI
REGISTERED AGENT AND REGISTERED OFFICE

The Registered Agent and Registered Office of the Corporation in the State of Florida is: JESSE J. PARRISH III, 2900 Parrish Road, Titusville, FL 32796. The Stockholders may from time to time move the principal office to any other address in Florida. The registered office is also the principal office.

ARTICLE VII
OFFICERS

The name and addresses of the current Officers of the Corporation are:

<u>Name</u>	<u>Title</u>
Jesse J. Parrish III	President
Betty P. Parrish	Vice-President
Jesse J. Parrish III	Secretary

ARTICLE VIII
SUBSCRIBER

The name and address of the Subscriber to these Amended and Restated Articles of Incorporation is as follows:

Jesse J. Parrish III	2900 Parrish Road Titusville, FL 32796
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ARTICLE IX
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved at a Stockholders meeting by a majority of the Stockholders entitled to vote thereon, unless all of the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, this 30th day of June, 1997.

NEVINS FRUIT CO., INC.

(Corporate Seal)

By 
Jesse J. Parrish, III, President

STATE OF FLORIDA
COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared JESSE J. PARRISH III, President of NEVINS FRUIT CO., INC., personally known to be the person described in and who executed the foregoing Articles of Amendment and acknowledged before me that he executed the same for the uses and purposes therein stated.

WITNESS my hand and official seal in the County and State last aforesaid this 30th day of June, 1997.


Notary Public, State of Florida
My Commission Expires: 7/9/97
Bonded thru Troy Fain Insurance, Inc.

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE
OF
NEVINS FRUIT CO., INC.

97 JUL 23 PM 12:07
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Florida Statutes, Section 607.0501, the undersigned 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: NEVINS FRUIT CO., INC.
2. The name and address of the registered agent and office is:

JESSE J. PARRISH III
2900 Parrish Road
Titusville, FL 32796

Having 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.



JESSE J. PARRISH, III

Date: June 30, 1997