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To:

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

From:

Account Name : ACE INDUSTRIES, INC.
Account Number : 070744001530
Phone : (305) 358-2571
Fax Number : (305) 373-7718

FLORIDA NON-PROFIT CORPORATION

HEAD FIRST FARMS INC.

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
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ARTICLES OF INCORPORATION FOR NON-PROFIT CORPORATION

A Corporation Not for Profit formed under the Florida General Corporation Act.

ARTICLE 1: Name of Corporation: **HEAD FIRST FARMS INC.**

Address of Corporation: **2627 DESOTO WAY S.
ST. PETERSBURG, FLORIDA 33712**

ARTICLE 2: Duration: Term of existence of the corporation is perpetual unless dissolved, according to the law.

ARTICLE 3: Purpose: The specific purpose of this Corporation is:
**TO TEACH CHILDREN THE ASPECTS OF GARDENING AND ENVIRONMENTALISM AND TO BEGIN
PROGRAMS AT SCHOOLS THROUGHOUT THE STATE**

ARTICLE 4: The elections for directors and the manner of their admission is provided for in the bylaws of the corporation.

ARTICLE 5: The Board of Directors are as follows: (NO LESS THAN THREE)
The names and addresses of the Initial Directors:

1. **SUSAN HUFF, 2627 DESOTO WAY S., ST. PETERSBURG, FLORIDA 33712**
2. **RON HUFF, 2627 DESOTO WAY S., ST. PETERSBURG, FLORIDA 33712**
3. **MATSON HUFF, 2627 DESOTO WAY S., ST. PETERSBURG, FLORIDA 33712**

ARTICLE 6: This Corporation is organized under a non-stock basis.

Prepared by Ace Industries, 54 NW 11th ST., MIAMI, FL 33136 (305) 358-2571

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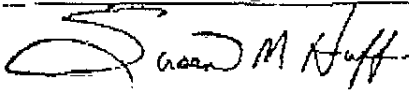
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ARTICLE 7: Registered Agent/Office:

Name: **SUSAN M. HUFF**

Address: **2627 DESOTO WAY S.
ST. PETERSBURG, FLORIDA 33712**

I am familiar with, and hereby accept the duties and responsibilities, as Registered Agent for said Corporation.



Signature of Registered Agent

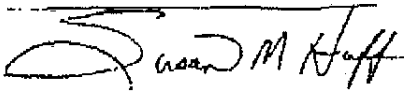
11/11/02
Date

ARTICLE 8: Incorporator:

Name: **SUSAN M. HUFF**

Address: **2627 DESOTO WAY S.
ST. PETERSBURG, FLORIDA 33712**

In witness where of I have subscribed my name.



Signature of Incorporator

11/11/02
Date

ARTICLE 9: In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations, which themselves are exempt as organizations described in Section 501 (c) (3) and 170 (c) (2) of the Internal Revenue Code 1954 or corresponding sections of any prior or future law, or to the Federal, State or Local Government for exclusive public purpose.

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