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(Requestor's Name)

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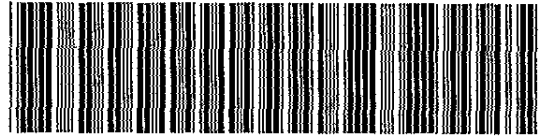
(Business Entity Name)

(Document Number)

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06 APR -7 AM 11:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MRD
4/10

W06-14953

COVER LETTER

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

SUBJECT: Florida Green Bean Exchange
(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

ADDITIONAL COPY REQUIRED

FROM: Daniel Raulerson
Name (Printed or typed)

800 Trafalgar Ct., Suite 200
Address

Maitland, Florida 32751
City, State & Zip

321-214-5300
Daytime Telephone number

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 29, 2006

DANIEL RAULERSON
800 TRAFALGAR CT
SUITE 200
MAITLAND, FL 32751

SUBJECT: FLORIDA GREEN BEAN EXCHANGE
Ref. Number: W06000014953

We have received your document for FLORIDA GREEN BEAN EXCHANGE and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the corporation must contain a corporate suffix. This suffix may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6879.

Ruby Dunlap
Regulatory Specialist
New Filing Section

Letter Number: 006A00021214

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06 APR -7 AM 11:35

ARTICLES OF INCORPORATION
FLORIDA GREEN BEAN EXCHANGE, INC. SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, all of whom are residents and citizens of the State of Florida, engaged in the production of agricultural products, do hereby voluntarily associate ourselves together for the purpose of forming a nonprofit cooperative marketing association, without capital stock, under the provisions of Chapter 618, Florida Statutes, relating to Agricultural Cooperative Marketing Associations, and do hereby subscribe to the following Articles of Incorporation as the incorporators:

Article I

Name

The name of the association shall be the Florida Green Bean Exchange, Inc., hereinafter referred to as the "Exchange."

Article II

Purposes

The Exchange is formed for the following purposes:

- (a) Of engaging in any cooperative activity in connection with the producing, marketing or selling of agricultural products for its members.
- (b) To market for its members any and all agricultural products.
- (c) To promote, encourage, foster, facilitate and insure the economical, orderly and efficient production, distribution and sales of agricultural products.
- (d) To collect and disseminate information on the production, harvesting, sale and distribution of agricultural products.
- (e) To secure uniformity in sales practices and accounting methods.
- (f) To record all transactions and conditions affecting sales.
- (g) To stimulate the demand and confidence of purchasers, as well as to promote harmony and good will among buyers, consumers and other allied interests.
- (h) To engage in public relations activities and to advertise and promote any agricultural product of its members that will be beneficial to the members affected.
- (i) To promote the marketing and distribution of the agricultural products of its members so as to obtain prices that are fair to consumers, as well as producers, based upon crop and market conditions.
- (j) To advance the mutual interest of its members.

- (k) To be the sole agent for its members in all matters concerning the marketing of their agricultural products and to exercise such powers in any capacity and on any cooperative basis upon which agreement may be reached.
- (l) To engage in the financing of any of the above enumerated activities, and to perform or furnish business or educational services on a cooperative basis for its members engaged in agriculture as bona fide producers of agricultural products.

Article III

Powers; Limitations

Section 1. Powers. This Exchange shall have the following powers:

- (a) To borrow money without limitation as to amount of corporate indebtedness or liability; and to give a lien on any of its property as security therefore in any manner permitted by law.
- (b) To act as the agent or representative of its members in any of the activities mentioned in Article II hereof.
- (c) To buy, lease, hold, and exercise all privileges of ownership over such real or personal property as may be necessary or convenient for the conduct and operation of the business of the Exchange, or incidental thereto.
- (d) To draw, make, accept, endorse, guarantee, execute, and issue promissory notes, bills of exchange, drafts, warrants, certificates of all kinds of obligations and negotiable or transferable instruments for any purpose that is deemed to further the objects for which this Exchange is formed and to give a lien on any of its property as security therefore.
- (e) To acquire, own, and develop any interest in patents, trademarks, and copyrights connected with or incidental to the business of the Exchange.
- (f) To cooperate with other similar associations for any of the purposes for which this Exchange is formed.
- (g) To have and exercise, in addition to the foregoing, all powers, privileges and rights conferred on ordinary corporations and cooperative marketing associations by the laws of this State and all powers and rights incidental or conducive to carrying out the purposes for which this Exchange is formed, except such as are inconsistent with the express provisions of the act under which this Exchange is incorporated, and to do any such thing anywhere; and the enumeration of the foregoing powers shall not be held to

limit or restrict in any manner the general powers which may by law be possessed by this Exchange, all of which are hereby expressly claimed.

Section 2. Limitations. This Exchange shall not market the products of non-members.

Article IV

Places of Principal Office

The Exchange shall have its principal office in the City of Maitland, County of Orange, State of Florida, or any other city the Board of Directors may designate.

Article V

Period of Duration

The Exchange shall have perpetual existence.

Article VI

Directors

The number of directors of the Exchange shall not be less than eleven (11) nor more than twenty-one (21) to be elected as provided in the Bylaws. The names and addresses of those who are to serve as incorporating directors until the first annual meeting of the members or until their successors are elected and qualified are:

<u>Name</u>	<u>Address</u>
Paul Allen	Box 220, Pahokee, Florida
Tim Childers	Box 1370, Loxahatchee, Florida
Brad Wilkinson	200 NW Ave. L, Belle Glade, Florida
John Scott Hundley	Box H, Loxahatchee, Florida
Billy McKinstry	Box 579, Pahokee, Florida
Buddy McKinstry	Box 250, Loxahatchee, Florida
Paul Orsenigo	Box 130, Belle Glade, Florida
Joe E. Thompson	Box 1370, Loxahatchee, Florida
Steve Williams	Box 730, Belle Glade, Florida

Article VII

Membership

This Exchange shall not have any capital stock, but shall admit applicants to membership in the Exchange upon such uniform conditions as may be prescribed by the Board of Directors of the Exchange, or in its Bylaws. This Exchange shall be operated on a nonprofit, cooperative basis for the mutual benefit of its members as producers, and membership in the Exchange shall be restricted to producers who shall patronize the Exchange. The voting rights of the members of the Exchange shall be equal and no member shall have more than one vote. The property rights and interests of each member in the Exchange shall be unequal; and they shall be determined and fixed in the proportion that the patronage of each member shall bear to the total patronage of all the members with the Exchange. Upon termination of membership by withdrawal, death or expulsion, in determining property rights and interests all amounts allocated to each such terminated patron or evidenced by certificates of any kind shall be excluded, and upon dissolution, the equity interests of members shall be determined as provided in the Bylaws. New members admitted to membership shall be entitled to share in the property of the Exchange in accordance with the foregoing general rule.

Article VIII

Supplemental Powers

In addition to the powers and authority provided for in the foregoing Articles, this Exchange shall have each and every power authorized by the laws of Florida, and shall be authorized to do any act not inconsistent with its purposes, limitations and restrictions of Chapter 618, Florida Statutes.

Article IX

Bylaws

Section 1. Bylaws. This Exchange shall adopt for its government and management a code of bylaws not inconsistent with the powers granted by Chapter 618, Florida Statutes. The initial code of bylaws shall be subscribed by all of the subscribing incorporators, and adopted at a meeting of the members by a majority vote of a quorum of the members attending a meeting, of which notice of the said initial code of bylaws shall have been given.

Section 2. Amendments to Bylaws. Said Code of Bylaws may be amended only by a majority vote of the quorum of the members attending a meeting of which notice of the proposed amendment shall have been given; but no notice of any proposed amendment of or to the Bylaws shall be given nor submitted to a meeting of the members until after first being approved by all of the Directors.

Article X

Amendments to Articles of Incorporation

The Articles of Incorporation may be altered or amended at any regular meeting or any special meeting called for the purpose. An amendment must first be approved by all of the Directors and then adopted by a vote representing a majority of a quorum of the members attending a meeting of which notice of the proposed amendment shall have been given; provided further, that Article VII shall not be altered, amended or repealed except by the written consent or vote of three-fourths of the members.

Article XI

IN TESTIMONY WHEREOF, we have hereunto set our hands this 15 day of March, 2006.

[Signature] Incorporator

[Signature] Incorporator

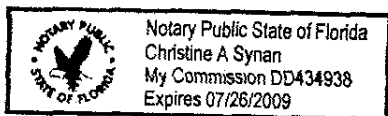
Paul T. Drenth Incorporator

STATE OF FLORIDA

COUNTY OF ORANGE

Before me, a Notary Public within and for said County and State, on this 15 day of March, 2006, personally appeared the above persons, known to me to be one of the individuals who subscribed to and executed the above and foregoing articles, and he acknowledged to me that he executed the same as his free and voluntary act and deed for the uses and purposes therein set forth.

WITNESS my hand and official seal the day and year above set forth.



Christine A. Synan
Notary Public

My Commission Expires:

7-26-09


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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First – That Florida Green Bean Exchange, Inc. desiring to organize under the laws of the State of Florida with its initial office, as indicated in the Articles of Incorporation at 800 Trafalgar Ct., Maitland, Florida 32751 has named Daniel Raulerson located at 800 Trafalgar Ct., Maitland, Florida 32751 as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

By: 
Registered Agent

FILED
06 APR -7 AM 11:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA