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SECRETARY OF STATE

1. STANCES JAN 1 9 2012

COVER LETTER

SUBJECT: Okeechobee County Ag Venture, Inc.

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

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for: \$78.75 \$87.50 \$70.00 \$78.75 Filing Fee Filing Fee, Filing Fee Filing Fee & & Certified Copy Certified Copy Certificate of & Certificate Status ADDITIONAL COPY REQUIRED FROM: Diane Davies, Pres Okee Ag Venture Name (Printed or typed) 1506 S Parrott Avenue Address Okeechobee, FI 34974 City, State & Zip 863.824.6700 c/o TD Bankytime Telephone number

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

E-mail address: (to be used for future annual report notification)

cecilia.elliott@td.com

OF

ARTICLES OF INCORPORATION

OKEECHOBEE COUNTY AG-VENTURE, INC.

The undersigned, acting as incorporators of a corporation pursuant to Chapter 617, Florida Statutes, adopt the following Articles of Incorporation:

ARTICLE I

The name of this corporation shall be:

OKEECHOBEE COUNTY AG-VENTURE, INC., a Florida Not For Profit

ARTICLE II

The principal place of business and mailing address of this corporation shall be:

1506 South Parrott Avenue Okeechobee, Florida 34974

ARTICLE III

The purpose for which the corporation is organized are limited to those that qualify as an exempt organization under Internal Revenue Code Section 501(c)(3), including for those purposes, the making of distributions to organizations that qualify as tax-exempt organizations under the Internal Revenue Code. This corporation may receive and accept property, whether real, personal or mixed by way of gift bequest, or devise, for any person, firm, trust or corporation, to be held, administered and disposed of in accordance with and pursuant to the provisions of these articles.

ARTICLE IV

The manner in which the directors are elected or appointed is as stated in the By-Laws. TED

ARTICLE V

The corporate powers of this corporation are as provided in Section 617.0302, Florida Statutes.

ARTICLE VI

The name and the street address of the initial registered agent is:

DIANE W. DAVIES 1506 S. Parrott Avenue Okeechobee, Florida 34974

ARTICLE VII

The names and the street addresses of the incorporators for these Articles of Incorporation are:

DIANE W. DAVIES, 1506 S. Parrott Avenue, Okeechobee, FL 34974 AUDREY DRIGGERS, 452 Hwy. 98 North, Okeechobee, FL 34972 CECILIA ELLIOTT, 1506 S. Parrott Avenue, Okeechobee, FL 34974

ARTICLE VIII

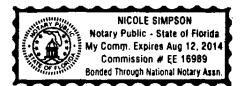
In the event of dissolution, the residual assets of the corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) or 710(c)(2) of the Internal Revenue code or corresponding sections of that code as subsequently amended, or to the federal, state, or local government to be used exclusively for the public purposes.

DIANE W. DAVIES

Incorporator

STATE OF FLORIDA COUNTY OF OKEECHOBEE

January	strument was acknowledged before me this 2011, by DIANE W. DAVIES, [X] who is person	17th day of
or[] who has produced who did take an oath.		dentification, and



NOTARY PUBLIC
My Commission Expires:

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, 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:

OKEECHOBEE COUNTY AG-VENTURE, INC., a Florida Not For Profit

2. The name and address of the Registered Agent and Office is:

DIANE W. DAVIES 1506 S. Parrott Avenue Okeechobee, Florida 34974

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.

Printed Name: DIANE W. DAVIES

Registered Agent