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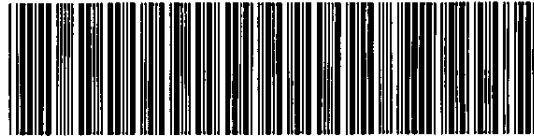
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C. GOLDEN  
JAN 10 2017

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2017 JAN 10 PM 4:12  
SECRET  
TALLAHASSEE

MESSER  CAPARELLO  
Attorneys At Law  
*Strategically Positioned in Florida's Capital*

Mark Herron  
Also Admitted in Georgia  
Email: [mherron@lawfla.com](mailto:mherron@lawfla.com)

January 10, 2017

Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Re: Florida Peanut Federation, Inc.

To Whom It May Concern:

Please find enclosed the Articles of Incorporation for Florida Peanut Federation, Inc. and a check in the amount of \$87.50 for filing. A copy for date stamping is also enclosed. We have opted to file via hand delivery over the online registration due to the corporation having nine (9) directors and the website only allows for six (6) directors.

When the Certificate of Status and Certified copy are complete, you can email them to [mherron@lawfla.com](mailto:mherron@lawfla.com) or mail to the address listed below.

Please do not hesitate to call if you have any questions.

Sincerely,

  
Mark Herron

Enc.

FILED  
2017 JAN 10 PM 4:12  
STATE OF FLORIDA  
CLERK OF THE SUPREME COURT

**ARTICLES OF INCORPORATION**  
**OF**  
**FLORIDA PEANUT FEDERATION, INC.**

**FILED**  
2017 JAN 10 PM 4:12  
SECRETARY OF STATE  
ALLAH B. L. L. L.

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**ARTICLE I - NAME**

The name of this Corporation shall be: FLORIDA PEANUT FEDERATION, INC.

**ARTICLE II - PLACE OF BUSINESS**

The principal office and place of business of the Corporation shall be Lake City, Florida. The street address of the Corporation shall be: 1525 SE Inglewood Avenue, Lake City, FL 32025. The mailing address of the Corporation shall be: 413 McCloskey Avenue, Lake City, FL 32055. The Board of Directors may change the principal office and place of business of the Corporation, and may establish other offices and places of business of the Corporations as may be deemed necessary.

**ARTICLE III - PURPOSE**

The purpose of the Corporation is to improve the marketing and other business conditions of Florida's peanut producers and to promote a healthy peanut market.

**ARTICLE IV - CORPORATE POWERS**

The Corporation shall have all such powers as granted to corporations not for profit under the provisions of Chapter 617, Florida Statutes.

**ARTICLE V - MEMBERSHIP**

Eligibility and qualification for membership in the Corporation shall be established in the Bylaws of the Corporation. Such Bylaws may prescribe one or more classes of members, the designation of such class or classes, the qualifications and rights of the members of each class, and any quorum and voting requirements for meetings and activities of the members.

**ARTICLE VI - EXISTENCE**

The Corporation shall have perpetual existence.

## **ARTICLE VII - MANAGEMENT OF THE CORPORATION**

- A. The affairs of the Corporation shall be managed by the Board of Directors.
- B. The Board of Directors shall be elected by the members of the Corporation, on an annual basis, as provided in the Bylaws.
- C. The Board of Directors shall meet as soon as practicable after each annual election and shall elect the officers of the Corporation, as provided in the Bylaws.
- D. Only those members having voting rights as provided in the Bylaws are eligible to serve as elected members of the Board of Directors or as officers of the Corporation.
- E. Elected members of the Board of Directors and the officers of the Corporation shall serve until their successors are named and qualified, unless otherwise removed earlier by death, resignation, or for cause.

## **ARTICLE VIII - INITIAL OFFICERS AND DIRECTORS**

The initial members of the Board of Directors, or the "Founding Directors," shall be as follows:

### **Director – Region 1 (Hamilton and Columbia Counties)**

**Name:** MIKE ADAMS

**Address:** 6894 NW 44<sup>th</sup> Street, Jennings, FL 32053

### **Director – Region 2 (Levy County)**

**Name:** MURRAY TILLIS

**Address:** P.O. BOX 1669, CHIEFLAND, FL 32644

### **Director – Region 3 (Gilchrist County)**

**Name:** KELLY PHILMAN

**Address:** 6510 N US HWY 129, BELL, FL 32619

### **Director – Region 4 (Jefferson, Madison, and Suwannee Counties)**

**Name:** CLIF TOWNSEND

**Address:** 5608 CR 249, LIVE OAK, FL 32060

### **Director – Region 5 (Lafayette County)**

**Name:** KEVIN BARRINGTON,

**Address:** 722 SW FREEDOM RD, MAYO, FL 32066

### **Director – Region 6 (Dixie County)**

**Name:** HERMAN SANCHEZ, JR.

**Address:** 479 NE 446TH STREET, OLD TOWN, FL 32680

**Director – Region 7 (Jefferson, Madison, and Suwannee Counties)**

**Name:** DONELL GWINN

**Address:** 17233 99 DRIVE, MCALPIN, FL 32062

**Director – Region 8 (Alachua and Marion Counties)**

**Name:** TREVOR BASS

**Address:** 27367 SW 30TH AVE, NEWBERRY, FL 32669

**Director – Region 9 (At Large – East of the western boundary of Jefferson County)**

**Name:** DWIGHT STANSEL

**Address:** 5553 164TH STREET, WELLBORN, FL 32094

#### **ARTICLE IX – AMENDMENT TO ARTICLES OF INCORPORATION**

The Articles of Incorporation of the Corporation may be amended at any regular or special meeting of the Corporation by two-thirds (2/3) vote the members having voting rights as provided in the Bylaws, provided notice of the substance and purpose of the proposed amendment has been given to all members of the Corporation not less than thirty (30) days prior to the meeting.

#### **ARTICLE X – INDEMINIFICATION**

The Corporation may indemnify any person who was or is a party to any proceeding (other than an action by, or in the right of, the Corporation), by reason of the fact that he or she is or was a director, officer, employee, or agent of the Corporation, against liability incurred in connection with such proceeding, including any appeal thereof, if he or she acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to, the best interests of the Corporation and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful, as provided in Section 607.0850, Florida Statutes, or as may be further amended.

#### **ARTICLE XI – DISSOLUTION**

Upon dissolution of the Corporation, all debts and liabilities of the Corporation, if any, shall be prioritized and paid. All remaining assets, if any, shall be distributed to the Association's Members in proportion to their vested financial interest. All financial decisions will be in accordance and determined by Counsel.

#### **ARTICLE XII – REGISTERED AGENT**

The name and street address of the registered agent is Mark Herron, 2618 Centennial Place, Tallahassee, FL 32308.

### ARTICLE XIII - INCORPORATOR

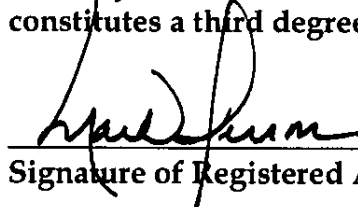
The name and street address of the registered agent is Mark Herron, 2618 Centennial Place, Tallahassee, FL 32308

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

  
\_\_\_\_\_  
Signature of Registered Agent

10 January 2017  
Date

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s. 817.155, F.S.

  
\_\_\_\_\_  
Signature of Registered Agent

10 January 2017  
Date

FILED  
2019 JAN 10 PM 4:12  
SECRETARY OF STATE  
TALLAHASSEE, FL 32304