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Monte J. Tillis, Jr.

Attorney at Law

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Panama, Florida 32381

December 28, 1999

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Department of State
Division of Corporations
409 East Gaines Street
P. O. Box 5327
Tallahassee, FL 32314

SUBJECT: MARTINEZ HARVESTING, INC.

Dear Sir:

Enclosed is an original and one copy of the Articles of Incorporation and Designation and Acceptance of Registered Agent for a Florida Corporation.

Please provide a conformed copy of the articles of incorporation.

Check number 5953 for \$70.00 is enclosed. This represents payment for:

Filing Articles of Incorporation \$35.00
Designation of and Acceptance 35.00
By Registered Agent

Very truly yours,

Monte J. Tillis, Jr. *(Signature)*

Monte J. Tillis, Jr.

MJTjr:jj

Enclosures

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
FOR
MARTINEZ HARVESTING, INC.

The undersigned subscriber to these Articles of Incorporation does hereby form a corporation under the laws of the State of Florida.

ARTICLE 1

The name of this corporation shall be MARTINEZ HARVESTING, INC.,
The street address of said corporation is 2625 North Brook Road, Ft. Meade, Florida 33841
and the mailing address is P. O. Box 644, Bartow, Florida 33831.

ARTICLE 2

In pursuance and not in limitation of the general powers conferred by the laws of the State of Florida, it is expressly provided that this corporation shall engage in any activities or business permitted under the laws of the State of Florida and the United States.

ARTICLE 3

The capital stock of this corporation shall consist of one thousand (1,000) shares of common stock of one dollar and no/100 (\$1.00) par value.

The whole or any part of the authorized capital stock may be paid for in cash, real, or personal property, mortgage or services at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE 4

The street address of the corporation's initial registered office is 2625 North Brook Road, Ft. Meade, Florida 33841, and the name of its initial registered agent at such address is RUTH MARTINEZ.

ARTICLE 5

This corporation shall have three (3) directors initially. The number of directors may be increased from time to time by the by-laws adopted by the stockholders, but shall never be less than one.

ARTICLE 6

The names and addresses of the members of the first Board of Directors of the corporation are:

RUTH MARTINEZ, P. O. Box 644, Bartow, Florida 33831
ALICIA V. MARTINEZ, 2625 North Brook Road, Ft. Meade, Florida 33841
SANTANA MARTINEZ, JR., 2625 North Brook Road, Ft. Meade, Florida 33841

ARTICLE 7

The name and address of the subscriber of the Article of Incorporation is:
RUTH MARTINEZ, P. O. Box 644, Bartow, Florida 33831

ARTICLE 8

The private property of the stockholders shall not be subject to payments of corporate debts to any extent whatsoever.

ARTICLE 9

The articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by a majority of the stockholders entitled to vote thereon at a stockholders meeting unless all of the directors and the stockholders sign a written statement manifesting their intention that a certain amendment of these articles of incorporation be made.

ARTICLE 10

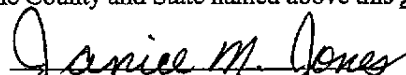
The period of existence of this corporation shall be perpetual or until dissolved by law.

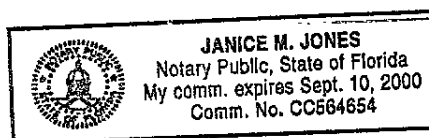

RUTH MARTINEZ

STATE OF FLORIDA
COUNTY OF POLK

I HEREBY CERTIFY that on this day, before me, a Notary public, duly authorized to take acknowledgments in the State and County named above, personally appeared RUTH MARTINEZ, to me personally known and to me known to be the person described as the subscriber in the foregoing articles of incorporation and that she subscribed to those Articles.

WITNESS MY HAND AND OFFICIAL SEAL in the County and State named above this 28 day of December, 1999.

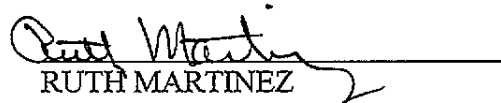

Janice M. Jones, Notary Public



ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and designated to accept service of process for the above corporation, 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.

Dated this 28th day of December, 1999.


RUTH MARTINEZ