

H. FRANK WINN, JR.

ATTORNEY AT LAW
322 SOUTH ALCANIZ STREET
SEVILLE SQUARE
PENSACOLA, FLORIDA 32501

January 13, 2000

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Secretary of State
Corporate Division
P.O. Box 6327
Tallahassee, FL 32314

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-01/18/00--01132--003
*****78.75 *****78.75

Re: CRARY DAIRY, INC.

Dear Sir or Madam:

Please find enclosed original and one copy each of
Articles of Incorporation and Registered Agent's Certificate.

Also enclosed is check in the amount of \$78.75 as
follows:

Filing fee -----	\$ 35.00
Certified copy -----	8.75
Registered Agent fee -----	35.00
Total -----	<u>\$-78.75</u>

Please file the original of the enclosed Articles of
Incorporation and Registered Agent's Certificate and return a
certified copy to the undersigned.

Very truly yours,

H. FRANK WINN, JR.

HFwjrr/jkf

Encs.

cc: Ms. Margaret Crary Godwin

FILED
00 JAN 18 AM 7:57
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

CRARY DAIRY, INC.

FILED
00 JAN 18 AM 7:57
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I: NAME

The name of the corporation is: CRARY DAIRY, INC..

ARTICLE II: NATURE OF BUSINESS

This corporation is organized for the purpose of transacting all lawful business for which corporations may be incorporated under the Florida General Corporation Act, effective January 1, 1976. The business to be transacted shall include, but not be limited to, manage and operate a dairy, and to manufacture, purchase, or otherwise acquire and to own, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services of every class, kind and description.

ARTICLE III: CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of One Dollar (\$1.00) par value common stock.

ARTICLE IV: TERM OF EXISTENCE :

This corporation shall have perpetual existence and its

existence shall commence on the date of execution and acknowledgment of these articles.

ARTICLE V: PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share (as nearly as may be done without issuance of fractional shares) at a price at which it is offered to others.

ARTICLE VI: PRINCIPAL OFFICE/MAILING ADDRESS

The principal office and mailing address of the corporation is 5131 Crary Road, Century, FL 32535.

ARTICLE VII: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 5131 Crary Road, Century, FL 32535, and the registered agent of this corporation at that address is MARGARET CRARY GODWIN.

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

This corporation shall have five (5) directors initially. The number of directors may be increased or diminished from time to time, by By-Laws adopted by the stockholders, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

Willo Dean Crary
4500 N. Century Boulevard
Century, FL 32535

Margaret Crary Godwin
5141 Crary Road
Century, FL 32535

Ruth E. Crary-Adams
111 W. Roach Road
McDavid, FL 32568

Mary Alice Cheatem
101 Roach Road
McDavid, FL 32568

Julia Maria Crary
4410 N. Century Boulevard
Century, FL 32535

ARTICLE IX: INCORPORATOR

The name and address of the Incorporator signing these
Articles of Incorporation is:

H. FRANK WINN, JR.
322 South Alcaniz Street
Pensacola, FL 32501

ARTICLE X: AMENDMENT

This corporation reserves the right to amend or repeal
any provisions contained in these Articles of Incorporation, or
any amendment to them, and any right conferred upon the
shareholders is subject to this reservation.

ARTICLE XI: TRANSFER OF STOCK

No stockholder, the executor or administrator of any
deceased stockholder shall transfer stock in this company without
first notifying the company of the name of the proposed
transferee and obtaining the consent of the Board of Directors
for said transfer. The Board shall have the right to refuse to
make such transfer under limitations and provisions of the
corporate By-Laws. Furthermore, the stockholders of this
corporation may include in any agreement between themselves any
limitations upon the transferability, pledge or assignment of the
corporate stock, as well as to confer upon the stockholders pre-

emptive rights of purchase as conditions precedent to the sale of stock.

ARTICLE XII: CORPORATE STOCK LIEN

This corporation shall have a first and prior lien upon any and all of its outstanding shares of capital stock and upon dividends earned thereon for any indebtedness owing by the owner of any of said stock to the corporation. The said lien shall cover any indebtedness whether due or to become due; whether now existing or which may hereafter be created; whether contingent or fixed; and whether primary or secondary.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, on this 13th day of January, 2000.

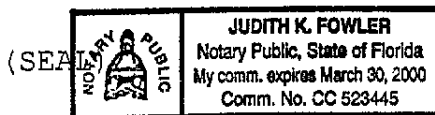

H. FRANK WINN, JR.

STATE OF FLORIDA

COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 13th day of January, 2000, by H. FRANK WINN,, JR., who is personally known to me.

NOTARY PUBLIC:



Sign: 
Print: Judith K. Fowler

REGISTERED AGENT'S CERTIFICATE

In pursuance of Chapter 607, Florida Statutes, the following is submitted in compliance with said act:

FIRST, that CRARY DAIRY, INC., desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation, in Escambia County, Florida, has named MARGARET CRARY GODWIN, 5131 Crary Road, Century, FL 32535, as its agent to accept service of process within this state.

ACKNOWLEDGMENT: _____

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.

Margaret Crary Godwin
MARGARET CRARY GODWIN
Registered Agent

FILED
00 JAN 18 AM 7:57
SECRETARY OF STATE
TALLAHASSEE FLORIDA