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ROBERT CARLSON, P.A.  
CERTIFIED PUBLIC ACCOUNTANTS

15600 SOUTHWEST 288TH STREET  
SUITE 305  
HOMESTEAD, FLORIDA 33033-1200

TEL: (305) 242-1455 • FAX (305) 242-1456

ROBERT E. CARLSON, CPA

FILED  
00 FEB 14 PM 3:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
MEMBER  
AMERICAN INSTITUTE OF  
CERTIFIED PUBLIC ACCOUNTANTS  
FLORIDA INSTITUTE OF  
CERTIFIED PUBLIC ACCOUNTANTS

February 10, 2000

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

600003134526--1  
-02/14/00--01093--004  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

To Whom It May Concern:

Re: To File Articles of Incorporation for **BBT-OMEGA, INC.**

Enclosed check made out to the Department of State in the amount of 78.75;  
seventy Dollars for the Corporation and 8.75 for a certified copy.

Please mail to the Registered Agent listed below.

Michael L. Frederick  
15600 SW 288<sup>th</sup> Street, Suite 305  
Homestead, Florida 33033-1200

Thank you for your assistance in this matter. Any questions feel free to call.

Sincerely,

*Linda H. Mosley*

Linda H. Mosley

Enc. 1 original 1 copy  
1 check 78.75

S. Thompson FEB 17 2000

ARTICLES OF INCORPORATION

OF

BBT-OMEGA, INC.

FILED  
00 FEB 14 PM 3:52  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE ONE

NAME

The name of the corporation is BBT-OMEGA, INC., and the principal office is located at 21981 S.W. 254<sup>TH</sup> Street, Homestead, Florida 33030 or such other address as the officers may from time to time designate.

ARTICLE TWO

DURATION

The time of existence of the corporation is perpetual.

ARTICLE THREE

PURPOSE

The principal purpose is for operation of agricultural business, currently grove land raising sub-tropical fruit. The corporation may engage in any or all lawful business permitted to corporations under the laws of the STATE OF FLORIDA, or any other state, country, territory or nation.

ARTICLE FOUR

CAPITAL STOCK

The maximum number of shares which the corporation has authority to issue is 1,000 shares, all of which shall be common shares with a par value of \$1.00 each.

ARTICLE FIVE

REGISTERED OFFICE

The principal address of the initial registered office of the corporation shall be 15600 SW 288<sup>th</sup> Street, Suite 305, Homestead, Florida 33033. The name of the initial registered agent at such address is Michael Frederick.

ARTICLE SIX  
PRE-EMPTIVE RIGHTS

The shareholders shall have Pre-emptive Rights.

ARTICLE SEVEN  
DIRECTORS

The Board of Directors of the corporation shall consist of at least one member and not more than eleven.

The name and address of initial Directors of the Board is:

<u>NAME</u>	<u>ADDRESS</u>
<u>Bruce E. Tohm</u>	<u>21981 SW 254<sup>th</sup> Street</u> <u>Homestead, Florida 33031</u>
<u>Barbara S. Tohm</u>	<u>21981 SW 254<sup>th</sup> Street</u> <u>Homestead, Florida 33031</u>

INCORPORATORS

The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
<u>Bruce E. Tohm</u>	<u>21981 SW 254<sup>th</sup> Street</u> <u>Homestead, Florida 33031</u>

IN THE WITNESS WHEREOF, I have subscribed my name this 31st  
day of January, 2000.

Bruce E. Tohm  
Bruce E. Tohm, Director & Incorporator

Barbara S. Tohm  
Barbara S. Tohm, Director & Incorporator

ARTICLES

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STATE OF FLORIDA:  
: SS  
COUNTY OF MIAMI-DADE :

On this 31st day of January, 2000, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared Bruce E. Tohm, both known to me to be the person whose name is subscribed to the within instrument, and acknowledge that he executed the same for the purpose herein contained.

IN THE WITNESS, I hereunto set my hand and official seal.

  
\_\_\_\_\_  
NOTARY PUBLIC  
STATE OF FLORIDA AT LARGE

MY COMMISSION EXPIRES:



ROBERT E. CARLSON  
COMMISSION # CC 547755  
EXPIRES APR 16, 2000  
BONDED THRU  
ATLANTIC BONDING CO., INC.

FILED  
00 FEB 14 PM 3:52  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

## CERTIFICATION OF DESIGNATION

## REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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 BBT-OMEGA, Inc.
2. The name and address of the registered agent and office is Michael Frederick, 15600 SW 288<sup>th</sup> Street, Suite 305, Homestead, Florida 33033.

Michael Frederick  
Michael Frederick, Registered Agent

1-31-2000  
Date

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATED TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

Michael Frederick  
Michael Frederick,  
Registered Agent

1-31-2000  
Date

State of Florida  
County of Miami-Dade

The foregoing instrument was acknowledged and sworn to before me this 31st day of January, 2000.

Robert E. Carlson  
Notary Public

My Commission Expires:



ROBERT E. CARLSON  
COMMISSION # CC 547755  
EXPIRES APR 16, 2007  
BONDED THRU  
ATLANTIC BONDING