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EZELLE & EVERS

PROFESSIONAL ASSOCIATION

ATTORNEYS AT LAW

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WAUCHULA, FLORIDA

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TELEPHONE: (863) 773-5600  
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REPLY TO: P.O. DRAWER 1308  
WAUCHULA, FLORIDA 33873-1308  
E-MAIL: ESQUIRE@STRATO.NET

March 30, 2000

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

800003194098--6  
-04/03/00--01137--008  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

RE: Ellis Produce Sales, Inc.

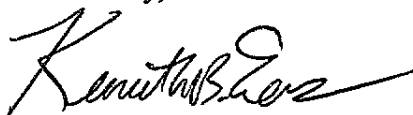
Gentlemen:

Enclosed are the original and one copy of the Articles of Incorporation of Ellis Produce Sales, Inc., together with our check in the amount of \$78.75 covering the following:

Filing fee	\$ 35.00
Designation of registered agent	35.00
Certified copy of Articles	<u>8.75</u>
Total	\$ 78.75

Please return the certified copy of the Articles to me at Post Office Drawer 1308, Wauchula, Florida 33873-1308.

Sincerely,



Kenneth B. Evers

KBE/skr  
Encls.

xc: Freddie Ellis (w/encls.)

FILED  
00 APR -3 AM 8:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. Burch APR 6 2000

**ARTICLES OF INCORPORATION**  
**OF**  
**ELLIS PRODUCE SALES, INC.**

**FILED**  
**00 APR -3 AM 8:39**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following articles of incorporation:

**ARTICLE ONE**

The name of the corporation is **ELLIS PRODUCE SALES, INC.**

**ARTICLE TWO**

The duration of the corporation is perpetual.

**ARTICLE THREE**

The general purposes for which the corporation is organized are to market and sell produce, and any other business authorized by Florida Statutes and permitted by law.

**ARTICLE FOUR**

The aggregate number of shares which the corporation is authorized to issue is one hundred (100) shares. Such shares shall be of a single class, and shall have a par value of Ten (\$10.00) Dollars per share.

**ARTICLE FIVE**

The street address of the initial principal office and mailing address of the corporation is 1087 Magnolia Lane, Wauchula, Florida, and the name of its initial registered agent at such street address

is **FREDDIE ELLIS**.

#### **ARTICLE SIX**

Pursuant to authority of Chapter 607.0732(1), Florida Statutes, or as it may hereafter be amended, the corporation shall have no board of directors, and all of the corporate power shall be exercised by, and the balance and affairs of the corporation shall be managed under the direction of the stockholders. The stockholders shall have the power and authority to adopt and to amend the bylaws of the corporation and to determine consideration for the issuance or disposition of any share.

#### **ARTICLE SEVEN**

The name and address of the shareholders and the number of shares of stock each agrees to take and the value of the consideration therefor are:

<b>Name</b>	<b>Address</b>	<b>Shares</b>	<b>Consideration</b>
Freddie Ellis	1087 Magnolia Lane Wauchula, FL 33873	100	\$1,000.00

#### **ARTICLE EIGHT**

The name and address of the incorporator is **Freddie Ellis, 1087 Magnolia Lane, Wauchula, Florida.**

#### **ARTICLE NINE**

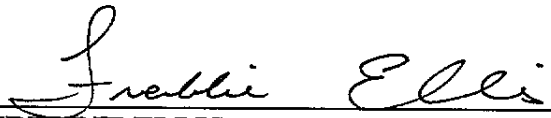
The initial officers of the corporation and their addresses are:

<b>Name</b>	<b>Address</b>	<b>Office</b>
Freddie Ellis	1087 Magnolia Lane Wauchula, FL 33873	President/Vice President/ Secretary

## ARTICLE TEN

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the stockholders by a majority of the stockholders at a meeting held for that purpose.

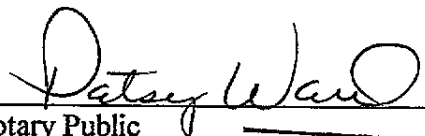
EXECUTED by the undersigned at Wauchula, Hardee County, Florida, this 28<sup>th</sup> day of March, 2000.

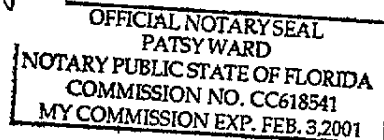
  
FREDDIE ELLIS

STATE OF FLORIDA:  
COUNTY OF HARDEE:

I HEREBY CERTIFY that on this day before me, personally appeared **FREDDIE ELLIS**, incorporator of **ELLIS PRODUCE SALES, INC.**, who acknowledged before me the execution of the foregoing Articles of Incorporation for the uses and purposes therein set forth.


SWORN to and subscribed before me this 28<sup>th</sup> day of March, 2000.

  
Notary Public



### ACCEPTANCE

I certify that I am a permanent resident of Hardee County, Florida, residing at the place indicated above. I hereby accept the foregoing designation as Registered Agent of **ELLIS PRODUCE SALES, INC.**, this 28<sup>th</sup> day of March, 2000.

  
FREDDIE ELLIS