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Law Office

of

G.W.S. SIMPSON III, P.A.

431 Canal Street, New Smyrna Beach, Florida 32168 (904) 427-2360

April 27, 2000

Department of State Division of Corporations PO Box 6327 Tallahassee, Fl. 32314

(for Overnight Delivery: 409 East Gaines Street) Tallahassee, Fl. 32301

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Re: Filing of Articles of Incorporation for: Bob's Pioneer Farms, Inc. Deposit to corporate fund.

Dear Sir or Madam:

Enclosed please find for filing the below listed documents along with the fees associated therewith:

CORPORATE FILING FEES: RESIDENT AGENT DESIGNATION FEE:			\$	35.00 35.00	
TOTAL FEES:		***	 \$	70.00 U.S.	

Please file the enclosed articles and resident agent designation, and return to me a NON-certified copy after filing of the articles, along with your letter assigning the document number. Enclosed is a copy of the Articles and a copy of the Designation of Registered Agent for returning to me marked filed.

Also enclosed is our check number 2264 in the amount of \$300.00 to be credited to our corporate filing fund.

Please call immediately if there is any problem with this request.

CAP: S. Simpson III
enclosures:
Articles of Incorporation for Bob's Pioneer Farms, Inc.
Copy of Articles and Designation of Resident Agent
Check in Amount of \$70.00, #2263
Check in the amount of \$300.00, #2264

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; Facsimile Audit Nu	mner

ARTICLES OF INCORPORATION

OO APR 20 PM GPORA The undersigned incorporator, for the purpose of forming a corporation under the FLORIDA BUS hereby adopts the following Articles of Incorporation:

ARTICLE 1 - NAME: The name of this corporation shall be: Bob's Pioneer Farms, Inc.

ARTICLE II - PRINCIPAL OFFICE: The principal place of business and mailing address of this corporation shall be: 4124 Pioneer Way, New Smyrna Beach, Florida 32168.

ARTICLE III - SHARES: The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of No Par Value voting common stock which shall be designated "Voting Common Stock".

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS: The name and Florida street address of the initial registered agent are: Robert Paul Levonick, 4124 Pioneer Way, New Smyrna Beach, Florida 32168.

ARTICLE V - INCORPORATORS: The name and address of the incorporator to these Articles of Incorporation is: Robert Paul Levonick, 4124 Pioneer Way, New Smyrna Beach, Florida 32168.

ARTICLE VI-DIRECTORS: This corporation shall have one (1) Director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time as set forth in the By-laws. The name and address of the initial member of the Board of Directors is Robert Paul Levonick, 4124 Pioneer Way, New Smyrna Beach, Florida 32168.

ARTICLE VII - INDEMNIFICATION: The corporation shall indemnify any officer or director, or any former officer or director, to the full extent allowed by law.

ARTICLE VIII - DURATION: This corporation shall have perpetual existence commencing on the date of filing of these articles.

ARTICLE IX - PRE-EMPTIVE RIGHTS: Every shareholder, upon the sale for cash or equivalent of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof even if it requires the issuance of fractional shares, at the price at which it is offered to others.

incorporation, or any amendment hereto, and	reserves the right to amend or repeal any provision contained in these Articles of any right conferred upon the shareholders is subject to this reservation. Dated the 26 day of April, 2000.
relating to the proper and complete performan agent.	cess for the above stated corporation, at the place designated in this certificate, I hereby and agree to act in this capacity. I further agree to comply with the provisions of all statutes ce of my duties, and I am familiar with and accept the obligations of my position as registered. Dated the 26 day of April, 2000.

Prepared by G.W.S. SIMPSON III, P.A.; FI Bar #0486345 431 Canal St., New Smyrna Beach, FL 32168 (904) 427-2360, fax (904) 423-5640

Facsimile Audit Number: