

ACCOUNT NO.: 072100000032

REFERENCE: 734142 81002A

AUTHORIZATION:

COST_LIMIT : \$ PREPAID

ORDER DATE : June 16, 2000

ORDER TIME : 10:38 AM

ORDER NO. : 734142-005

CUSTOMER NO: 81002A

CUSTOMER: Michael S. Teal, Esq

CLAYTON & TEAL, P.A. 114 West Rich Avenue Deland, FL 32720

DOMESTIC FILING

NAME:

MING KING, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY ____ PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kelly Courtney - EXT. 1116 EXAMINER'S INITIALS:

100003293871--3

-06/16/00--01031--020 *****78.75 *****78.75

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

00 JUN 16 PM 1:58

OF

MING KING, INC.

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

ARTICLE ONE:

The name of the corporation is MING KING, INC.

ARTICLE TWO:

The duration of the corporation is perpetual, with commencement at the time of filing these Articles.

ARTICLE THREE:

The general purposes for which the corporation is organized are:

- 1. Cultivation, harvesting, marketing citrus, ornamental fern and other species of foliage and plants and all related farming activities.
- 2. To transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act, or engage in any other trade or business which can, in the opinion of the Board of Directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.
- 3. To do such other things as are incidental to the foregoing or necessary or desirable to accomplish the foregoing.

ARTICLE FOUR:

The aggregate number of shares which the corporation is authorized to issue is One Hundred (100). Such shares shall be of a single class and shall have a par value of Five Dollars (\$5.00) per share. All shares shall be common stock.

ARTICLE FIVE:

The street address of the initial registered office of the corporation is 4975 N. Tomoka Drive, DeLeon Springs, FL 32130, and the name of its initial registered agent at such address is JOSEPH HOUGH.

ARTICLE SIX:

The number of directors constituting the initial board of directors of the corporation is two (2). The names and addresses of the persons who are to serve as members of the initial board are:

NAME_	ADDRESS
JOSEPH HOUGH _ President	4975 N. Tomoka Drive DeLeon Springs, FL 32130
CAROL HOUGH Secretary/Treasurer	4975 N. Tomoka Drive DeLeon Springs, FL 32130

ARTICLE SEVEN:

The name and address of each incorporator is:

NAME

ADDRESS

JOSEPH HOUGH President

4975 N. Tomoka Drive DeLeon Springs, FL 32130

CAROL HOUGH Secretary/Treasurer

4975 N. Tomoka Drive DeLeon Springs, FL 32130

Executed by the undersigned at DeLand, Florida, on the ____ day of June, 2000.

JOSEPH HOUGH

Incorporator

STATE OF FLORIDA COUNTY OF VOLUSIA

Before me, the undersigned officer, personally appeared JOSEPH HOUGH, who is personally known to me or has produced — Known — as identification, and who is to me well known to be the person described in and who subscribed to the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

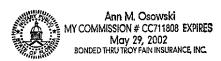
IN WITNESS WHEREOF, I have hereunto set my hand and my official seal at DeLand, Florida, in said County and State, this _____ day of June, 2000.

(SEAL)

MST/abo/hough art word

Notary Public - State of Florida

My Commission Expires:



FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

00 JUN 16 PM 1:58

Certificate Designating Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May be Serviced

In compliance with Section 48.091, the following is submitted:

That MING KING, INC., desiring to organize under the laws of the State of Florida, with its principal, as indicated in the Articles of Incorporation at 4975 N. Tomoka Drive, DeLeon Springs, FL 32130, has named JOSEPH HOUGH, located at 4975 N. Tomoka Drive, DeLeon Springs, FL 32130, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

MING KING, INC.

Registered Agent