

1422 N. W. 97th Ave.  
Coral Springs, Florida 33071

**John C. de Lage'**

**PO00000062052**

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

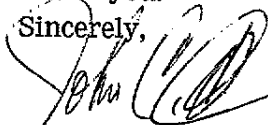
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\*\*\*\*\*78.75 \*\*\*\*\*78.75

RE: TOP NOTCH FARMERS MARKET OF TEMPLE TERRACE

Enclosed please find one ( 1 ) original and one ( 1 ) copy of the Articles of Incorporation and Certificate of Designation of Registered Agent for the above referenced corporation, and my check in the amount of \$ 78.75, representing the required filing fee.

Please register and file the Articles of Incorporation and return a filed copy to me in the enclosed overnight envelope.

Thank you.  
Sincerely,

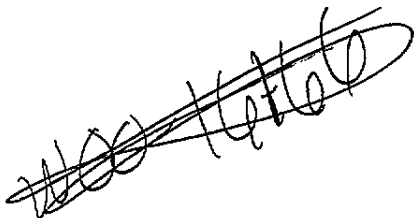


John C. de Lage'

ENCL.

John C. De Lage GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT Add suffix  
DATE 6/26  
SCL EXAM Tee

**FILED**  
00 JUN 20 PM 4:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



T BROWN JUN 26 2000

ARTICLES OF INCORPORATION  
OF  
TOP NOTCH FARMERS MARKET OF TEMPLE TERRACE, INC.

**FILED**  
00 JUN 20 PM 4:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

**ARTICLE 1 - NAME**

The name of the Corporation is TOP NOTCH FARMERS MARKET OF TEMPLE TERRACE, INC.

**ARTICLE 2- PURPOSE OF CORPORATION**

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE 3- PRINCIPAL OFFICE**

The address of the principal office of this corporation is:

10700 North 56th Street  
Temple Terrace, Florida 33617

**ARTICLE 4- INCORPORATORS**

The name(s) and street address(es) of the incorporator (s) to these Articles of Incorporation is ( are ).

John C. de Lage'  
1422 N.W. 97th Ave.  
Coral Springs, Florida 33071

**ARTICLE 5- PRESIDENT**

The initial President of the Corporation shall be John C. de Lage' whose address shall be the same as the principal office of the Corporation.

## **ARTICLE 6- CORPORATE CAPITALIZATION**

6.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is **ONE THOUSAND ( 1, 000 )** shares of common stock, each having a par value of ONE DOLLAR ( \$1.00 ).

6.2 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Directors may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Directors may deem advisable in connection with such issuance.

6.3 The Board of Directors of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as th Board of Directors may deem advisable, subject to such restrictions or limitations, if any, as may be set forth forth in the by laws of the Corporation.

6.4 The Board of Directors of the Corporation may, by articles supplementary, classify or reclassify any unissued stock from time to time by setting or exchanging the preferences, conversions or other rights, voting powers, restrictions, limitations, dividends, qualifications, or or term or condition of redemption of the stock.

## **ARTICLE 7- POWERS OF THE CORPORATION**

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to the limitations or restrictions imposed by applicable law or these Articles of Incorporation.

## **ARTICLE 8- TERM OF EXISTENCE**

The Corporation shall have perpetual existence.

## **ARTICLE 9- TITLE**

The Corporation, to extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and shall not be bound to recognize any equitable or other claim , or interest in, such right on the part of any other person whether or not the Corporation shall have notice thereof.

**ARTICLE 10- INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is:

John C. de Lage'  
1422 N.W. 97th Ave.  
Coral Springs, Florida 33071

**ARTICLE 11- BYLAWS**

The Board of Directors of the Corporation shall have the power, without the assent or vote of the shareholders, to make, alter, amend, repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Directors at the time of such action shall be necessary to take any action for making, alteration, amendment or repeal of the ByLaws.


**ARTICLE 12- EFFECTIVE DATE**

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

**ARTICLE 13- AMENDMENT**

The Corporation reserves the right to amend, alter, change or repeal any provisor contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon the shareholders in the these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

The undersigned incorporator (s) has ( have ) executed these Articles of Incorporation this 17th day of June, 2000.

 6/19/01  
\_\_\_\_\_  
Signature

\_\_\_\_\_  
Signature

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT / REGISTER OFFICE**

**FILED**  
00 JUN 20 PM 4:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

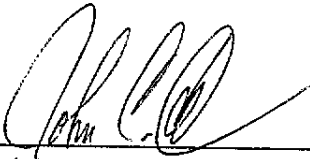
**PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501,  
FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER  
THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING  
STATEMENT IN DESIGNATING THE REGISTERED AGENT/ REGISTERED  
OFFICE, IN THE STATE OF FLORIDA.**

1. The name of the Corporation is: TOP NOTCH FARMERS MARKET OF TEMPLE  
TERRACE, INC.

2. The name and address of the registered agent and office is:

John C. de Lage'  
1422 N.W. 97th Avenue  
Coral Springs, Florida 33071

Having been named as registered agent and to accept service of process for the above stated Corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete proformance of my duties, and I am familiar with and accept the obligations of my postion as registered agent.

  
\_\_\_\_\_  
Signature

  
\_\_\_\_\_  
Date