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**TRANSMITTAL LETTER
FLORIDA PROFIT CORPORATION**

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

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-07/14/00--01061--011
*****87.50 *****87.50

SUBJECT: PRINGLE LANE ORGANICS, INC.

Enclosed is an original and one (1) copy of the Articles of Organization for the above-referenced company and a check made payable to the Florida Department of State for:

\$70.00	Filing Fee
\$78.75	Filing Fee & Certificate of Status
\$78.75	Filing Fee & Certified Copy (additional copy enclosed)
\$87.50	Filing Fee, Certified Copy, & Certificate of Status (additional copy enclosed)

**FROM: H. Christopher Tompkins, II, Esq.
Law Offices of H. Christopher Tompkins, II
1706 South Kings Avenue
Brandon, FL 33511-6216
813-685-7564**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUL 14 AM 11:02

cf 7/19/00

ARTICLES OF INCORPORATION

OF

PRINGLE LANE ORGANICS, INC.

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DIVISION OF CORPORATIONS

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ARTICLE I

NAME OF CORPORATION

The name of the corporation is PRINGLE LANE ORGANICS, INC.

ARTICLE II

PRINCIPAL OFFICE

The principal office of the Corporation is located at 5411 St. Helena Rd; Lake Wales Florida 33853.

ARTICLE III

INITIAL REGISTERED AGENT

The street address of the initial registered agent of the Corporation is 1706 South Kings Avenue; Brandon, Florida 33511-6216 and the name of the initial registered agent at that address is H. Christopher Tompkins, II.

ARTICLE IV

PURPOSE

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE V

DIRECTORS

The affairs of this Corporation shall be managed initially by a Board of three (3) Directors. The number of Directors may be changed by amendment of the By-Laws of the Corporation. The names and addresses of the persons who are to act in the capacity of Director until the selection of his/her successor are:

<u>NAME</u>	<u>ADDRESS</u>
Elizabeth Ford	5411 St. Helena Rd Lake Wales, Florida 33853
Tim Ford	5411 St. Helena Rd Lake Wales, Florida 33853
H. Christopher Tompkins, II	1706 S. Kings Ave Brandon, Florida 33511-6216

At the first annual meeting, the members shall elect three (3) Directors for a term of one (1) year.

ARTICLE VI

OFFICERS

The affairs of the Corporation shall be managed by a President, Vice President, Secretary, and Treasurer and such other officers as permitted by the By-Laws. The names of the persons who shall act as officers of the Corporation until the election of his/her successor are:

President	Tim Ford
Vice President	H. Christopher Tompkins, II
Secretary	Elizabeth Ford
Treasurer	Elizabeth Ford

The above-named officers shall serve until the first organizational meeting of the Board of Directors and shall hold office for a one (1) year period from the date of their selection.

ARTICLE VII

DURATION

The corporation shall exist perpetually.

ARTICLE VIII

BY-LAWS

The By-Laws of this Corporation shall be adopted by the Board of Directors and may be altered, amended, or rescinded by a majority vote of the Board of Directors.

ARTICLE IX

CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 1000 shares of common stock (having a par value of \$1.00 per share).

ARTICLE X

INCORPORATOR

The name and mailing address of the person signing these Articles of Incorporation as the Incorporator is:

NAME

ADDRESS

H. Christopher Tompkins, II

1706 South Kings Avenue
Brandon, Florida 33511-6216

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ARTICLE XI

AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all the Directors and all the stockholders sign a written statement manifesting their intentions that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, I, the undersigned, constituting the Incorporator of this Corporation, have executed these Articles of Incorporation this 12TH day of July, 2000.


H. CHRISTOPHER TOMPKINS, II

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the designation as Registered Agent of PRINGLE LANE ORGANICS, INC.


H. CHRISTOPHER TOMPKINS, II