

CR2E031 (R8-85)

ARTICLES OF INCORPORATION

 OF_{i}

P & B PRODUCE, INC. _

We, the undersigned, natural persons competent to contract, hereby associate ourselves together in order to form a corporation for purposes hereinafter stated, under and pursuant to the provisions of an act of the legislature of the State of Florida, approved June 1, 1925, and the acts amendatory thereto, do hereby subscribe this Certificate of Incorporation.

ARTICLE I

NAME

The name of the corporation is P & B PRODUCE, INC.

ARTICLE II

<u>PURPOSE</u>

The Corporation is organized for the purpose of transacting any or all lawful business for corporations organized under the General Corporation Act of the State of Florida.

ARTICLE III

COMMENCEMENT

The Corporation shall commence and be effective upon filing with the Secretary of State, State of Florida.

This document prepared by:
Michael A. Farbarik, Esquire
4320 West Broward Blvd., Suite 5
Plantation, FL 33317
Florida Bar Number - 949167

. ARTICLE IV

CAPITAL STOCK

The aggregate number of shares which the Corporation shall have the authority to issue is one thousand (1,000) shares of Common Stock at the par value of \$ 1.00 per share. The amount of capital with which the Corporation shall begin business shall be not less than Two Hundred Dollars and no/100 (\$200.00).

ARTICLE V

TERMS OF EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE VI

LOCATION

The Street, Address, City, County and State in which the principal offices of the corporation are to be located at, 7201 Brickyard Circle, Lake Worth, Palm Beach County, Florida 33467. The Board of Directors may from time to time designate such other address and place for the principal office of this Corporation as it may see fit.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time as provided in the by-laws of the Corporation, but shall never be less than one (1). The name and address of the initial director of the Corporation is:

NAME ADDRESS

Phil Thornburg 7201 Brickyard Circle

Lake Worth, FL 33467

ARTICLE VIII

INCORPORATOR

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

Phil Thornburg

7201 Brickyard Circle ____

Lake Worth, FL 33467

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 8th day of March, 2001.

> Phil Thornburg Incorporator

STATE OF FLORIDA

COUNTY OF BROWARD

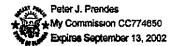
BEFORE ME, the undersigned authority, personally appeared Phil Thornburg, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 8th day of March, 2001.

C/Peter J. Prendes

Comm # CC-774650

My Commission expires:



CERTIFICATION DESIGNATING THE ADDRESS

AND AN AGENT UPON WHOM PROCESS BE SERVED

WITNESSETH

In pursuance of SS48.091(01) and 607.034, Florida Statutes, the following is submitted in compliance thereof:

That P & B PRODUCE, INC., desiring to organize under the laws of the State of Florida, which will have its principal office at 7201 Brickyard Circle, Lake Worth, Palm Beach County, Florida 33467 has named Phil Thornburg, whose address is 7201 Brickyard Circle, Lake Worth, Palm Beach County, Florida 33467, as its agent to accept service of process within the state.

ACKNOWLEDGEMENT

Having been named by the incorporator of P & B PRODUCE, INC., to accept service of process for the Corporation, at the place designated in this certificate, I hereby agree to serve as the Registered Agent for the Corporation (until the Corporation designates otherwise), and agree to comply with the applicable provisions of the Florida Statutes. I hereby am familiar with and accept the duties and responsibilities of the registered agent of said corporation.

Dated this 8th day of March, 2001.

Phil Thornburg

Registered Age