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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

7200 Newberry Road
Gainesville, FL 32605
March 1, 2001

Florida Secretary of State
The Capitol
Tallahassee, FL 32314

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*****70.00 *****70.00

Greetings, ---

Please accept the attached Articles of Incorporation for Fresh Produce Mart, Inc., and the enclosed check for \$70.00 for filing. Please return a certified copy to me.

Sincerely,

Chuck Gilbert

Chuck Gilbert

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

of

Fresh Produce Mart, Inc.

We, the undersigned, hereby declare the purpose of forming a corporation for profit under the laws of the State of Florida.

Article I

The name of this corporation shall be: **Fresh Produce Mart, Inc.**

Article II

The general nature of the business of this corporation shall be all lawful business activity permitted under the laws of the State of Florida and under the laws of the United States of America, without exception. This corporation may perform any part of its business outside of the State of Florida and in the other states, colonies or territories of the United States of America, and in all foreign countries.

Article III

The maximum number of shares of stock of the corporation is authorized to have outstanding at any time shall be ONE HUNDRED (100) shares of ONE DOLLAR (\$1.00) par value each, which shares will all be COMMON STOCK.

Article IV

This corporation shall have perpetual existence.

Page 2, Articles of Incorporation, Fresh Produce Mart, Inc.

Article V

The street address of the initial principal office of this corporation is 7200 Newberry Road, Gainesville, FL 32605.

The initial registered agent is Chuck Gilbert, 7200 Newberry Road, Gainesville, FL 32605.

Article VI

The number of directors shall be not less than one. The names of the initial directors of this corporation are:

Chuck Gilbert	PO Box 141051 Gainesville, FL 32614
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Maria Elena Gilbert	PO Box 141051 Gainesville, FL 32614
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Article VII

The name and address of each subscriber of these Articles of Incorporation, and the number of shares of stock each agrees to take are:

Chuck & Maria Elena Gilbert	PO Box 141051 Gainesville, FL 32614	100 shares
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Article VIII

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 stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

Article IX

The By-Laws of this corporation may authorize issuance of both voting and non-voting series of common stock.

Chuck Gilbert

Chuck Gilbert

Maria Elena Gilbert

Maria Elena Gilbert

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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STATE OF FLORIDA)
) SS
COUNTY OF ALACHUA)

BE IT REMEMBERED, THAT ON THIS DAY before me personally appeared Chuck Gilbert & Maria Elena Gilbert, parties to the foregoing instrument, who are both known to me, and they acknowledged before me that they freely and voluntarily made, signed and executed the said instrument for the purposes stated therein, and that the facts therein stated are truly set forth.

WITNESS my hand and seal at Gainesville, Florida, this 26th day of February, 2001



Helen T. Williams

Notary Public,
State of Florida

I hereby accept appointment as Registered Agent for Fresh Produce Mart, Inc.

Chuck Gilbert

Chuck Gilbert