

LAZARUS CORPORATE FILING SERVICE

(Requestor's Name)

3320 S.W. 87 AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip)

(Phone #1

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

OFFICE USE ONLY

	DOCUMENT NUMBER(S) (if known):
1. AGRICORP	TNC (Document #)
••••	Aparamant #1
2. (Corporation Name)	(Document #)
3. (Corporation Name)	(Document #)
4. (Corporation Name)	(Document #)
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Walk in Pick up tim	e 2100 Certified Copy
Mail out Will wait	Photocopy Certificate of Status
Profit NonProfit Limited Liability Domestication Other	AMENDMENTS Amendment Resignation of R.A., Officer/Director Change of Registered Agent Dissolution/Withdrawal Merger
OTHER FILNGS Annual Report Fictitious Name Name Reservation	REGISTRATION/ QUALIFICATION foreign Limited Partnership Reinstatement Trademark

Other



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

March 15, 2001

LAZARUS

MIAMI, FL

SUBJECT: AGRICORP INC. Ref. Number: W01000005960

We have received your document for AGRICORP INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6934.

Loria Poole Corporate Specialist

Letter Number: 401A00015987

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Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

ARTICLES OF INCORPORATION

The undersigned Incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE 1 - NAME

The name of the corporation shall be:

AGRICORP USA INC.



ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing of this corporation shall be:

9999 COLLINS AVE. # 86 BAL HARBOUR, FL 33154

ARTICLE III -SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1000 SHARES OF STOCK

ARTICLES IV -INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

MR. HENRY EICHLER
9999 COLLINS AVE. # 86
BAL HARBOUR, FL. 33154

ARTICLE V - INCORPORATOR

The name and street address of the incorporator to these Articles of

Incorporation is:

HENRY EICHLER
9999 COLLINS AVE. # 86
BAL HARBOUR, FL. 33154

The undersigned incorporator has executed these Articles of Incorporation this _/_ day of _____ 200/_

Signature

ARTICLE VI- DIRECTOR(S)

The name(s) and street address(es) of the director(s) to these Articles of incorporation is (are):

HENRY EICHLER 9999 COLLINS AVE. # 86 BAL HARBOUR, FL 33154

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT / REGISTERED OFFICE

Having been named as Registered Agent and to accept service of process for the above stated corporation at 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 related to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Registered Agent Signature