



ROBERT BOWERS ACCOUNTING

TAX PREPARATION AND FINANCIAL
STATEMENTS

P01000051305

FILED
01 MAY 16 PM 2:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

May 14, 2001

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

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-05/16/01--01139--015
*****78.75 *****78.75

Dear Sirs:

Enclosed are the Articles of Incorporation for Valeri's Tropicals, Inc.. Also, enclosed is a check in the amount for \$78.75. Please forward a certified copy of the Articles as soon as they are filed. Thank you for your cooperation in this matter.

Sincerely,

Donna

Donna Maggard
Bowers Accounting

*Double check
name
Valeri's
updated*

**ARTICLES OF INCORPORATION
OF**

Valeri's Tropicals, Inc.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

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SECRETARY OF STATE
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ARTICLE 1. NAME

The name of the corporation shall be: Valeri's Tropicals, Inc.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in the business of any legal business in the state of Florida.

The foregoing purposes and activities will be interpreted as examples only and not as limitations, and nothing therein shall be deemed as prohibiting the corporation from engaging in any lawful act or activity for which a corporation may be organized under the General Corporation Law of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV. TERM OF EXISTENCE

This corporation shall begin as of date of this filing and shall exist perpetually.

ARTICLE V. DIRECTORS

The business and affairs of this corporation shall be managed and shall be under the direction of the officers and directors of this corporation. The officers and directors may take action by written consent without a meeting as provided by law and may participate in meetings by means of conference as provided by law. The name of the initial officers and directors of this corporation are:

Valeri Waters - President, Director
9800 Merle Drive
North Ft. Myers, Florida 33917

Tim Waters - Vice - President, Director
9800 Merle Drive
North Ft. Myers, Florida 33917

Karen Cowham - Treasurer
9800 Merle Drive
North Ft. Myers, Florida 33917

ARTICLE VI. BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors of this Corporation.

ARTICLE VII. CORPORATE ADDRESS

The initial address of the principal office of this corporation shall be:

Valeri's Tropicals, Inc.

9800 Merle Drive

North Ft. Myers, Florida 33917

The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE VIII. REGISTERED AGENT

The registered agent for the corporation shall be:

Robert L. Bowers

23 Colorado Road

Lehigh Acres, Florida 33936

ARTICLE IX. AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF the undersigned subscriber executed these Articles of Incorporation on the ___ day of 05/04 2001.

ARTICLE X. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Valeri Waters

9800 Merle Drive

North Ft. Myers, Florida 33917

Valeri Waters

Valeri Waters

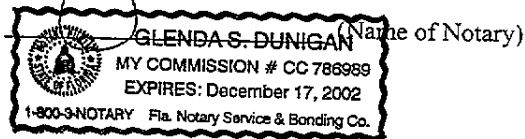
STATE OF FLORIDA
COUNTY OF LEE

On this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgements, known to me to be the Subscriber in the above Articles of Incorporation, and acknowledged before me that he read the foregoing and that the same is true, and that he executed same for the purposes therein mentioned.

Valeri Waters
Valeri Waters

SWORN TO AND SUBSCRIBED before me this 4th day of May, 2001 by Valeri Waters who is (is not) personally known to me and who produced Driver License as identification.

Glenda S. Dunigan
Notary Public Commission Number. _____



REGISTERED AGENT FOR VALERI'S TROPICALS, INC.

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 performance of my duties, and I am familiar with and accept the obligations of my position as a registered agent.

Robert Brown
Signature/Registered Agent

5/04/01
Date

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TALLAHASSEE, FLORIDA