

Charter Number Only

VALIDATION ONLY

5/11/01

CHRISTINE M. MORENO

Requestor's Name

638 NE 138 ST

Address

N. MIAMI FL 33161

City

State

ZIP

Phone

30B

200004337422--0

-06/01/01--01026--014

*****87.50 *****87.50

CORPORATION(S) NAME

Scott Hilson Farms, Inc.

☒ Profit

☐ NonProfit

☐ Amendment

☐ Merger

☐ Foreign

☐ Dissolution

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of Registered Agent

☒ Certified Copy

☐ Photo Copies

☒ Certificate Under Seal

☐ Call When Ready

☐ Call If Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

Name	
Availability	
Document	
Examiner	
Updater	
Verifier	
Acknowledgment	
W.P. Verifier	

Certified
copy

01 JUN - 1 AM 11:30
SECRET
TALLAHASSEE FLORIDA



Empire Toll Free: 1-800-432-3028

ARTICLES OF INCORPORATION

OF

SCOTT HILSON FARMS, INC.

ARTICLE I
CORPORATE NAME

The name of this Corporation is: SCOTT HILSON FARMS, INC.

ARTICLE II
NATURE OF CORPORATE BUSINESS

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

1. Transact any and all lawful business.
2. Said corporation shall further have powers:

To have perpetual succession by its corporate name;

To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;

To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;

To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with

Christine M. Moreno, Esq. - FL Bar #436150
4450 SE Federal Highway, Stuart, Florida 34997
Telephone: (561) 288-1020; Fax: (561) 288-3578

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TALLAHASSEE FLORIDA

real or personal property or any interest therein, wherever situated;

To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;

To lend money to, and use its credit to assist its officers and employees in accordance with Florida Statute section 607.141;

To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;

To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds and other obligation, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income;

To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loan and invested;

To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or

without this state;

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation;

To make and alter bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for the administration;

To make donations for the public welfare or for the charitable, scientific, or educational purposes;

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any and all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries;

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

To have and exercise all powers necessary or convenient to effect its purposes;

To indemnify any person who by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Chapter 607, Florida Statutes, and sections 607.014, et seq., Florida Statutes.

ARTICLE III CAPITAL STOCK

This Corporation is authorized to issue a maximum of 100

shares of stock. The shares of stock authorized shall be common stock, having a par value of \$1.00 per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV
INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's Initial Registered Agent and Registered Office in the State of Florida shall be: SCOTT HILSON, PRESIDENT, 16060 SW 283rd Street, Homestead, Florida 33031.

ARTICLE V
PRINCIPAL PLACE OF BUSINESS

The Corporation's principal place of business/mailling address in the State of Florida shall be: 16060 SW 283rd Street, Homestead, Florida 33031.

ARTICLE VI
INITIAL BOARD OF DIRECTORS

The number of Directors may be altered from time to time by the By-Laws adopted by the Stockholders. However, the Corporation shall have no less than one (1) Director at any time. The name and post office address of each member of the first Board of Directors is: SCOTT HILSON, 16060 SW 283rd ST., Homestead, Florida 33031.

The members of the first Board of Directors shall hold office until the first annual meeting of the Corporate Stockholders.

ARTICLE VII
INCORPORATOR

The name and post office address of each Incorporator executing these Articles of Incorporation is as follows: SCOTT HILSON, 16060 SW 283rd STREET, HOMESTEAD, FL 33031.

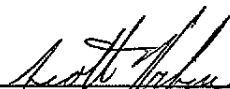
ARTICLE VIII
AMENDMENTS

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

ARTICLE IX
COMMENCEMENT DATE

This Corporation shall commence existence upon the filing of these Articles of Incorporation with the Department of State, State of Florida, and shall have perpetual existence.

THE UNDERSIGNED INCORPORATOR, for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true.

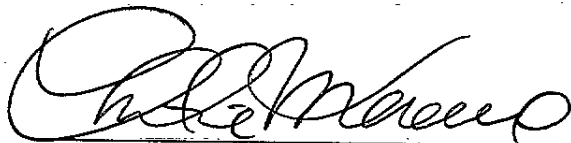


Incorporator: SCOTT HILSON

STATE OF FLORIDA]
] SS:
COUNTY OF MIAMI-DADE]

The foregoing instrument was acknowledged before me this 31ST day of May, 2001, by WILLIAM SCOTT HILSON, who is personally known to me, or produced a valid Florida driver's license as proof of photo identification, and who took an oath and acknowledged that he executed the foregoing Articles of Incorporation for the purposes stated therein, as his voluntary act and deed, with full authority to so act.

My Commission Expires:
April 3, 2005



Notary Public: Christine Moreno
Commission No.: DD015123

CHRISTINE MORENO
Notary Public State of Florida
Commission No. DD015123
My Commission Expires: April 3, 2005

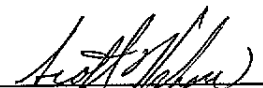
CERTIFICATE DESIGNATING PLACE OF
BUSINESS OF DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with Section SS 48.091, Florida Statutes, the following is submitted:

FIRST that SCOTT HILSON FARMS, INC., a Florida corporation, desiring to organize under the laws of the State of Florida, with its principal place of business in the City of Homestead, Miami-Dade County, Florida, has named: SCOTT HILSON, PRESIDENT, 16060 SW 283rd STREET, HOMESTEAD, FLORIDA 33031, as its agent to accept service of process within Florida.

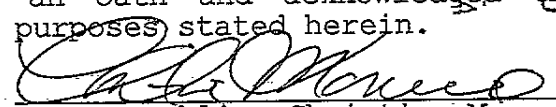

Incorporator/Pres: Scott Hilson

I, SCOTT HILSON, PRES., having been named to accept service of process for the above-stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


SCOTT HILSON, PRES., as the named
Registered Agent for Scott Hilson
Farms, Inc., a Florida corporation

SWORN TO AND SUBSCRIBED before me on this the 31st day of May, 2001 by William Scott Hilson, who is personally known to me and who produced a valid Florida driver's license as proof of photo identification, and who took an oath and acknowledged that he executed the foregoing for the purposes stated herein.

My Commission Expires:
April 3, 2005


Notary Public: Christine Moreno
Commission No.: DD015123

CHRISTINE MORENO
Notary Public State of Florida
Commission No. DD015123
My Commission Expires: April 3, 2005