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FILED
01 JUL 16 AM 10:11
SECRETARY OF STATE
TALLAHASSEE FLORIDA

July 13, 2001

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-07/17/01--01011--007
****122.50 *****78.75

Re: Incorporation of: MF FARMS, INC.

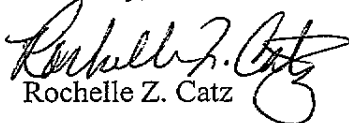
Dear Sir or Madam:

Enclosed find the original and duplicate copy of the proposed Articles of Incorporation for the above referenced corporation.

Also, enclosed find a check in the amount of \$122.50 to cover the cost of filing, charter tax, certified copy and Resident Agent Certificate.

Please endorse your approval of these Articles of Incorporation on the duplicate copy, certify same and return to this office. Thank you in advance for your assistance and cooperation in this matter.

Sincerely,


Rochelle Z. Catz

RZC/cr

Enclosures

D. WHITE, III 19 2001

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**ARTICLES OF INCORPORATION
OF
MF FARMS, INC.**

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

ARTICLE I NAME

The name of the corporation shall be: **MF FARMS, INC.**

ARTICLE II PRINCIPAL OFFICE

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

855 Monroe Street
Immokalee, Florida 34142

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: One Thousand (1,000).

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Rochelle Z. Catz
6361 Presidential Court, Suite A
Fort Myers, Florida 33919

ARTICLE V INITIAL DIRECTOR(S)

The initial Director(s) of the corporation are:

Mateo F. Ayala
855 Monroe Street
Immokalee, Florida 34142

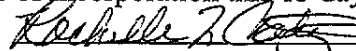
Melissa Ayala
855 Monroe Street
Immokalee, Florida 34142

ARTICLE VI INCORPORATOR

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

Rochelle Z. Catz
6361 Presidential Court, Suite A
Fort Myers, Florida 33919

The undersigned has executed these Articles of Incorporation this 13 day of July, 1998.


ROCHELLE Z. CATZ
Incorporator

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is:

MF FARMS, INC.

2. The name and address of the registered agent and office is:

ROCHELLE Z. CATZ
6361 Presidential Court, Suite B
Fort Myers, Florida 33919

Signature: *Rochelle Z. Catz*

Title: Incorporator

Date: July 13, 2001

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 REGISTERED AGENT.

Signature: *Rochelle Z. Catz*

Date: July 13, 2001

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