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SUNKISSED PRODUCE, INC.

FILED
01 NOV 16 AM 9:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

November 14, 2001

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

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-11/16/01--01038--015
*****78.75 *****78.75

RE: Sunkissed Produce, Inc.

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$78.75.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,


Eugene C. Wright
Sunkissed Produce, Inc.

PS 11/20/01

ARTICLES OF INCORPORATION

of

SUNKISSED PRODUCE, INC.

(name of corporation)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

ARTICLE I - CORPORATE NAME

The name of the corporation is:

SUNKISSED PRODUCE, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 100 shares of common stock, par value \$ 100 per share.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and, if different, the mailing address is:

STREET ADDRESS	303 Lake Isis Avenue		
CITY	Avon Park	FLORIDA FL	ZIP 33825

Mailing address, if different

STREET ADDRESS	P. O. Box 306		
CITY	Avon Park	FLORIDA	ZIP 33826-0306

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the name of the initial registered agent at the office is:

NAME	Eugene C. Wright		
ADDRESS	303 Lake Isis Avenue, P. O. Box 306		
CITY	Avon Park	FLORIDA	ZIP 33826-0306

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have One (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

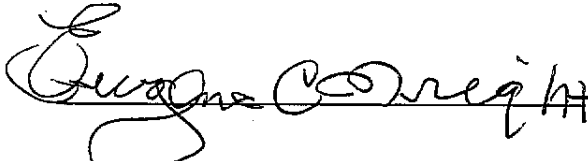
NAME	Eugene C. Wright		
ADDRESS	303 Lake Isis Avenue, P. O. Box 306		
CITY	Avon Park	STATE	FL ZIP 33826-0306
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VIII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	Eugene C. Wright		
ADDRESS	303 Lake Isis Avenue, P. O. Box 306		
CITY	Avon Park	STATE	FL ZIP 33826-0306
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

The undersigned incorporator(s) have executed these Articles of Incorporation this 15th day of November, 2001, ~~XXX~~.

 (Signature)

(Signature)

(Signature)

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE

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TALLAHASSEE, FLORIDA

SUNKISSED PRODUCE, INC.
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

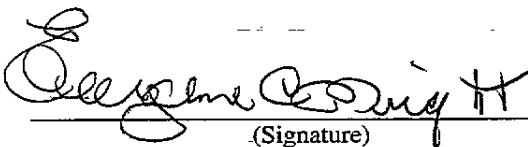
The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at P. O. Box 306, 303 Lake Isis Avenue
Avon Park, FL 33826-0306

has named Eugene C. Wright

located at the aforesaid address, as its registered agent to accept service of process within this state.

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)

11/15/01
(Date)