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TRANSMITTAL LETTER

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01 DEC -5 AM 9:07

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

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-12/05/01--01012--004
*****78.75 *****78.75

SUBJECT: Gifts From the Farm, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate of Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Deanna K Shumaker
Name (Printed or typed)

315 N. Forbes Rd.
Address

Plant City FL 33567
City, State & Zip

(813) 752-8428
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

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 Gifts From the Farm, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 315 N. Forbes Rd., Plant City, Florida, 33567.

ARTICLE III SHARES

The aggregate number of shares of stock which the corporation has the authority to issue is ONE HUNDRED (100) shares, all of which shall be common shares with a par value of ONE DOLLAR (\$1.00) each. Common stock of the corporation shall be issued as "Small Business Corporation" stock, in accordance with a plan or plans under provisions of Section 1244 of the Internal Revenue Code of 1954, as amended.

ARTICLE IV PRE-EMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this corporation shall be entitled to full pre-emptive rights to purchase any unissued treasury shares of the corporation, and any securities of the corporation convertible into, or carrying a right to subscribe to or acquire, shares of any such unissued or treasury shares.

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are Deanna K. Shumaker, 315 N Forbes Rd, Plant City, Florida, 33567.

ARTICLE VI DIRECTORS

The business of the corporation shall be managed by the stockholders of the corporation rather than by a Board of Directors.

ARTICLE VII INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are Tina M. Grimes, 315 N. Forbes Rd., Plant City, Florida, 33567.

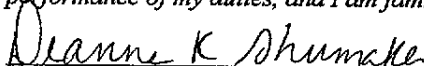


Signature/Incorporator

12-3-01

Date

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/Registered Agent

12/3/01

Date