

L & B FARMS, INC.

PO1000/22214

December 27, 2001

Department of State
Division of Corporations
Corporate Filings
Post Office Box 6327
Tallahassee, Florida 32314

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*****78.75 *****78.75

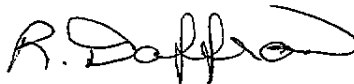
RE: Articles of Incorporation for
L & B Farms, Inc.

Dear Sir or Madam:

Please find enclosed, an original and one copy of Articles of Incorporation for the above referenced corporation, along with my check in the amount of \$78.75 for filing fees and certification.

I have enclosed a self addressed stamped envelope for return of the certified copy. If you have any questions, please do not hesitate to contact me at your convenience.

Sincerely,



Rebecca P. Daffron
Director

FILED
01 DEC 31 PM 12:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
L & B FARMS, INC.

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ARTICLE I - NAME

The name of this corporation is L & B FARMS, INC.

ARTICLE H - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one thousand shares of one dollar (\$ 1. 00) par value common stock which shall be designated as "common shares."

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT AND PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the initial registered office of this corporation is 3765 13TH Avenue SW, Naples, Florida 34117 and the name of the initial registered agent of this corporation at the address is Lynn A. Daffron. The street address of the principal office is 3765 13th Avenue SW, Naples, Florida 34117 and the mailing address is the same.

ARTICLE VII - BOARD OF DIRECTORS

This corporation shall have two directors constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by vote of the shareholders, however, there shall never be less than one director nor more than five. The names and addresses of the initial Board of Directors of the corporation are:

Lynn A. Daffron
3765 13th Avenue SW
Naples, Florida 34117

Rebecca P. Daffron
3765 13th Avenue SW
Naples, Florida 34117

CERTIFICATE DESIGNATING
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 designating the Registered Agent/Registered Office in the State of Florida.

1. The name of the corporation is: L & B FARMS, INC.
2. The name and address of the registered agent and registered office is:

3765 13TH Avenue SW, Naples, Florida 34117

DATED: 12-26-, 2001

BY:


Lynn A. Daffron
Corporate Director

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby agree to accept the appointment as registered agent and to act in that capacity, and I further state that I am familiar with, and accept, the obligations provided for in Section 607.0501, Florida Statutes, and to comply with the provisions of all other statutes relative to the proper and complete performance of my duties.

DATED: 12-26-, 2001

BY:


Lynn A. Daffron

ARTICLE VIII - INCORPORATOR

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

Lynn & Rebecca Daffron
3765 13th Avenue SW
Naples, Florida 34117


ARTICLE IX - INDEMNIFICATION

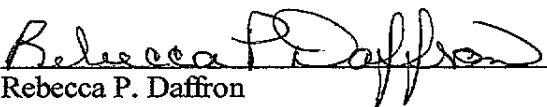
The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation on the 26th day of December, 2001.


Lynn A. Daffron
Incorporator


Rebecca P. Daffron
Incorporator

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 DEC 31 PM 12:25

FILED