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ACCOUNT NO. : 072100000032

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REFERENCE : 591703 9540A

AUTHORIZATION :

Patricia Pigatto

COST LIMIT : \$ 70.00

ORDER DATE : January 3, 2002

ORDER TIME : 12:16 PM

ORDER NO. : 591703-005

CUSTOMER NO.: 9540A

CUSTOMER: Barry Billington, Esq
Johnston Thomas & Billington

Suite 301 Bank Of America Bldg
2335 East Atlantic Boulevard
Pompano Beach, FL 33062

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DOMESTIC FILING

NAME: NEW PROVIDENCE FARMS, INC.

EFFECTIVE DATE:

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XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS:

vsd
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ARTICLES OF INCORPORATION

OF

NEW PROVIDENCE FARMS, INC.

The undersigned incorporators hereby form a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be: NEW PROVIDENCE FARMS, INC. The address of the principal office of this corporation shall be: 1401 East Broward Blvd., Suite 110, Ft. Lauderdale, FL 33301-2100, and the mailing address of the corporation shall be 478 East Altamonte Drive, PMB 560, Altamonte Springs, FL 32701.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock at no par value.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1401 East Broward Blvd., Suite 110, Ft. Lauderdale, FL 33301-2100 and the name of the initial registered agent of the corporation at that address is RALPH L. FOCARACCI.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS

The name and address of the initial officers of the corporation who shall hold office for the first year of the corporation, or until a successor is elected or appointed is:

NIVEN R. NUTT, JR.
President

478 East Altamonte Drive
PMB 560
Altamonte Springs, FL 32701

ARTICLE VII. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE VIII. INCORPORATORS

The name and street addresses of the incorporators to these Articles of Incorporation:

NIVEN R. NUTT, JR.
478 East Altamonte Drive
PMB 560
Altamonte Springs, FL 32701

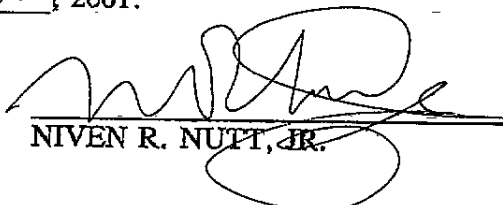
ARTICLE IX. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director initially. The name and street address of the initial members of the Board of Directors are as follows:

NIVEN R. NUTT, JR.
478 East Altamonte Drive
PMB 560
Altamonte Springs, FL 32701

IN WITNESS WHEREOF, the undersigned agents have hereunto set their seals on

29th December, 2001.


NIVEN R. NUTT, JR.

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN THE ARTICLES OF INCORPORATION

RALPH L. FOCARACCI, having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.


RALPH L. FOCARACCI

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