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OFFICE USE ONLY Document

EXPRESS CORPORATE FILING SERVICE, INC.

(Requestor's Name)

1000 PONCE DE LEON BLVD. STE: 101

(Address)

CORAL GABLES, FL 33134 305-444-4994

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. J. M. FIOL CITRUS, INC.
 (Corporation Name) (Document #)

2. _____
 (Corporation Name) (Document #)

3. _____
 (Corporation Name) (Document #)

4. _____
 (Corporation Name) (Document #)

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 *****18.75 *****78.25

- Walk in
 Pick up time
 Certified Copy
 Mail out
 Will wait
 Photocopy
 Certificate of Status

02 MAR -6 PM 12:53
 SECRETARY OF STATE
 TALLAHASSEE FLORIDA

FILED

RECEIVED

02 MAR -6 AM 11:20

| NEW FILINGS | |
|-------------------------------------|-------------------|
| <input checked="" type="checkbox"/> | Profit |
| <input type="checkbox"/> | NonProfit |
| <input type="checkbox"/> | Limited Liability |
| <input type="checkbox"/> | Domestication |
| <input type="checkbox"/> | Other |

| AMENDMENTS | |
|--------------------------|---------------------------------------|
| <input type="checkbox"/> | Amendment |
| <input type="checkbox"/> | Resignation of R.A., Officer/Director |
| <input type="checkbox"/> | Change of Registered Agent |
| <input type="checkbox"/> | Dissolution/Withdrawal |
| <input type="checkbox"/> | Merger |

| OTHER FILINGS | |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report |
| <input type="checkbox"/> | Fictitious Name |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/QUALIFICATION | |
|----------------------------|---------------------|
| <input type="checkbox"/> | Foreign |
| <input type="checkbox"/> | Limited Partnership |
| <input type="checkbox"/> | Reinstatement |
| <input type="checkbox"/> | Trademark |
| <input type="checkbox"/> | Other |

Examiner's Initials

ARTICLES OF INCORPORATION

OF

J.M. FIOL CITRUS, INC.

ARTICLE I - NAME

The name of this corporation is _____

J.M. FIOL CITRUS, INC.

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ARTICLE II - DURATION

This corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of no par value common stock, which shall be designated "Common Stock".

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, 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

The street address of the initial registered office of this corporation is 1311 N.W. 22 ST., MIAMI, FL 33142

and the name of the initial registered agent of this corporation is JUAN M. FIOL JR.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two director(s) initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than ONE. The name and address(es) of the initial director(s) of this corporation is (are):

JUAN M. FIOL JR.

1311 N.W. 22 ST
MIAMI, FL 33142

JUAN M. FIOL

1311 N.W. 22 ST
MIAMI, FL 33142

ARTICLE VIII - INDEMNIFICATION

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

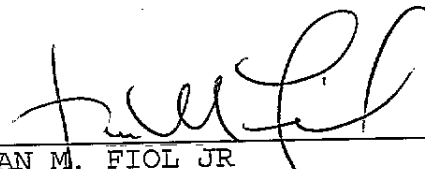
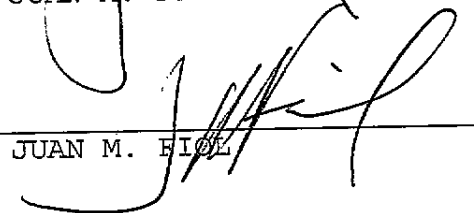
ARTICLE IX - INCORPORATOR

The name(s) and address(es) of the person(s) signing these articles is (are):

JUAN M. FIOL JR 1311 N.W. 22 ST
MIAMI, FL 33142

JUAN M. FIOL 1311 N.W. 22 ST
MIAMI, FL 33142

IN WITNESS WHEREOF, the undersigned subscriber(s) has (have) executed these articles of incorporation this 7th day of March, 2002.


JUAN M. FIOL JR

JUAN M. FIOL

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
THE STATE OF FLORIDA, NAMING AGENT UPON WHOM
SERVICE OF PROCESS MAY BE EFFECTIVE

In compliance with section 607.034 of the Florida Statutes,
the following is submitted: J.M. FIOL JR
desiring to organize or qualify under the laws of the State of
Florida, with its principal place of business in the City of
Miami, County of Miami-Dade, State of Florida, has named _____
JUAN M. FIOL JR located at _____
1311 N.W. 22 ST City of Miami, County of Miami-Dade,
State of Florida as its agent to accept service of process within
the State of Florida.

ACKNOWLEDGMENT

Having been named to accept service of process for the above
mentioned corporation, at the place designated in this
Certificate,
I hereby agree to act in this capacity, and further agree to
comply with the provisions of all Statutes relative to the proper
and complete performance of my duties.

Dated this 7th day of March, 2002



Resident and Registered Agent

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