

PO2000030551
LAW OFFICES
SCHMIDT, PHETERSON & BLEAU

400 SOUTH DIXIE HIGHWAY
THE ARBOR • SUITE 420
BOCA RATON, FLORIDA 33432-6024

PETER H. SCHMIDT
I. JEFFREY PHETERSON
DENISE J. BLEAU
DANIEL C. HARRIS

TELEPHONE (561) 394-2700
BROWARD (954) 428-0433
TELECOPIER (561) 394-6775

March 13, 2002

UPS NEXT DAY AIR
#1Z 5AV 507 22 1000 094 5

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

100005107711-2
-03/14/02-01042-012
****122.50 *****78.75

EFFECTIVE DATE
3-12-02

Re: Sanders Seed Company, Inc.

Gentlemen:

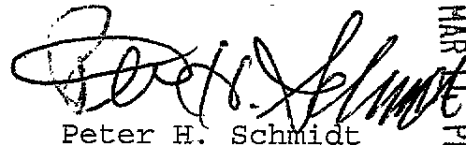
Enclosed are the original and ONE (1) copy of the Articles of Incorporation for Sanders Seed Company, Inc. Please file the Articles of Incorporation, and return ONE (1) certified copy to me.

Also enclosed is a \$122.50 check, payable to the Secretary of State, for payment of the following costs and fees:

Filing Fee	\$ 35.00
Certified copy	52.50
Registered Agent Fee	35.00
TOTAL	<u>\$122.50</u>

Thank you for your assistance in this matter.

Very truly yours,


Peter H. Schmidt

PHS/cbs
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 MAR 13 PM 2:27

3/20

EFFECTIVE DATE

3-12-01

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 MAR 14 PM 2:27

ARTICLES OF INCORPORATION
OF
SANDERS SEED COMPANY, INC.

ARTICLE I
NAME

The name of the corporation is SANDERS SEED COMPANY, INC.

ARTICLE II
PURPOSE

The corporation is organized for the purpose of conducting, carrying on, and transacting, any and all lawful activity, or business, permitted under the laws of the United States of America, and the State of Florida.

ARTICLE III
CAPITAL STOCK

The maximum number of shares that the corporation is authorized to have outstanding at any time is FIVE THOUSAND (5,000) shares of common stock which shall have a par value of ONE AND NO/100 DOLLARS (\$1.00) per share..

The common stock of the corporation shall have the following characteristics:

A. At all meetings of the shareholders, the common shareholders shall be entitled to cast ONE (1) vote for each share of common stock owned. That a common shareholder is interested in a matter to be voted upon shall not disqualify the shareholder from voting thereon; and

B. Except as otherwise provided by law, the entire voting power for the election of Directors, and for all other

purposes, shall be vested exclusively in the holders of the issued and outstanding common stock of the corporation.

ARTICLE IV
TERM OF EXISTENCE

This corporation shall have perpetual existence, commencing on March 12, 2002.

ARTICLE V
PRINCIPAL OFFICE

The address of the initial principal office of the corporation in the State of Florida is Post Office Box 741064, Boynton Beach, Florida 33474-1064. The Board of Directors, from time to time, may change the street address, and the post office address, of the corporation, as well as the location of the principal office of the corporation.

ARTICLE VI
REGISTERED AGENT

The name of the initial registered agent of the corporation is PETER H. SCHMIDT, and the address of the initial registered agent of the corporation is 400 South Dixie Highway, Suite 420, Boca Raton, Florida 33432.

ARTICLE VII
BOARD OF DIRECTORS

This corporation shall have TWO (2) Directors initially. The number of Directors either may be increased, or decreased, from time to time by the Bylaws, but shall never be less than ONE (1). The names and addresses of the initial Directors of the corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Mark C. Sanders	Post Office Box 741064 Boynton Beach, Florida 33474-1064
Tina L. Sanders	Post Office Box 741064 Boynton Beach, Florida 33474-1064

ARTICLE VIII
AMENDMENT

The corporation reserves the right to amend, or to repeal, any ONE (1) or more of the provisions set forth in these Articles of Incorporation, or any amendment hereto, in the manner provided by law.

ARTICLE IX
INDEMNIFICATION

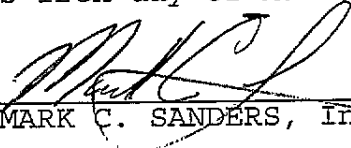
The corporation may indemnify and hold harmless its officers, directors, employees, agents, or other persons, including, but not limited to, its former officers, directors, employees, agents, or other persons, to the full extent of its rights and powers to do so, as provided by the present, and the future, laws of the State of Florida.

ARTICLE X
INCORPORATOR

The name and address of the person signing these Articles of Incorporation as an Incorporator is:

Mark C. Sanders
Post Office Box 741064
Boynton Beach, Florida 33474-1064

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 12th day of March, 2002.


 MARK C. SANDERS, Incorporator

STATE OF FLORIDA)
) SS.
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me on this 12th day of March, 2002, by MARK C. SANDERS, who personally appeared before me, who did not take an oath, and who:

(Notary must check applicable box)

- ☒ is personally known to me;
- ☐ produced a current Florida driver's license as identification; or
- ☐ produced _____ as identification.

Connie Jo Horsley
Name: CONNIE JO HORSLEY
Notary Public,
State of Florida at Large

My Commission Expires:



Connie Jo Horsley
MY COMMISSION # CC953490 EXPIRES
July 22, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 MAR 14 PM 2:27

ACCEPTANCE OF REGISTERED AGENT

Having been designated to accept service of process for the above-named corporation, at the place hereinabove set forth, the undersigned hereby accepts such designation and agrees to serve, and to act, as the initial registered agent for the corporation, and to comply with all of the provisions of Section 48.091, Florida Statutes, relative to keeping the office of the registered agent open.

Peter H. Schmidt
PETER H. SCHMIDT