

P020000073220
RICHARD PROSPECT, P.A.

Attorney at Law

EFFECTIVE DATE
7/1/2002

3925 S. Nova Road
Suite 2
Port Orange, FL 32127
TEL: (386) 761-6077
FAX: (386) 761-6480

June 28, 2002

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

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

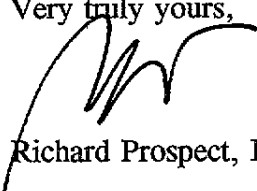
Re: ORGANIC PROSPECTS, INC.

Dear Sir/Madam:

Enclosed is an original and one copy of the Articles of Incorporation regarding ORGANIC PROSPECTS, INC. Also enclosed is a check in the amount of \$78.75 as the filing fee. Please forward a certified copy of the Articles of Incorporation to my office.

Thank you for your assistance in this matter.

Very truly yours,


Richard Prospect, P.A.

RP/dfd
Encs.

FILED

02 JUL -5 AM 8:23

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VI 7-5-02

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ARTICLES OF INCORPORATION
OF
ORGANIC PROSPECTS, INC.

FILED
02 JUL -5 AM 8:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

Name

The name of the Corporation shall be ORGANIC PROSPECTS, INC.

ARTICLE II

Principal Office

The principal place of business and mailing address of the corporation will 1621 S.E. 15th Street, Gainesville, Florida 32614.

ARTICLE III

Purpose

This corporation may engage in all business activities related to the production and sale of agricultural products, and any and 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, and any and all necessary adjuncts thereto.

ARTICLE IV

Duration

The existence of the Corporation shall commence on July 1, 2002, and the Corporation shall exist perpetually unless dissolved according to law.

ARTICLE V

Shares

This corporation is authorized to issue 100 shares of common stock, without par value.

ARTICLE VI

Initial Officers/Directors

The names and street addresses of the directors/officers are as follows:

Scott R. Prospect President/Treasurer	1621 S.E. 15th Street Gainesville, Florida 32614
Mark Prospect Vice President/Secretary	75 S.W. 75th Street Gainesville, Florida 32608

ARTICLE VII

Registered Office and Agent

The street address of the initial registered office of this corporation is 1621 S.E. 15th Street, Gainesville, Florida 32614, and the name of the initial registered agent of this corporation at that address is Scott R. Prospect.

ARTICLE VIII

Incorporator

The name and address of the person signing these Articles of Incorporation is Scott R. Prospect, 1621 S.E. 15th Street, Gainesville, Florida 32614.

ARTICLE IX

By-Laws

The power to adopt, alter, amend and repeal bylaws shall be vested in the shareholders. At such time that a board of directors is created by the shareholder, the power to adopt, alter, amend and repeal bylaws shall be vested in the board of directors and the shareholders.

ARTICLE X

Issuance of Stock

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amounts set forth opposite names:

Scott R. Prospect	50 shares
Mark Prospect	50 shares

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA


ARTICLE XI

Shareholder Quorum and Voting

Fifty-one percent (51%) of the shares entitled to vote represented in person or by proxy shall constitute a quorum at a meeting of the shareholders.

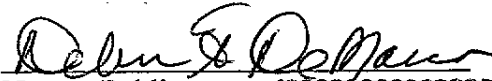
If a quorum is present, the affirmative vote of 51% of the shares represented at the meeting shall be the act of the shareholders.

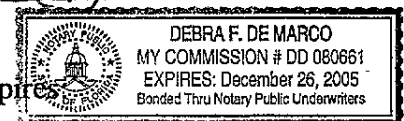
IN WITNESS WHEREOF, the undersigned subscribed has executed these Articles of Incorporation this 27 day of JUNE, 2002.


SCOTT R. PROSPECT
Incorporator

STATE OF FLORIDA)
) SS:
COUNTY OF VOLUSIA)

The foregoing instrument was acknowledged before me this 27 day of June, 2002, by Scott R. Prospect, who is personally known to me or who has produced n/a as identification and who did/did not take an oath.

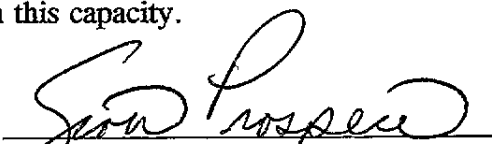

Notary Public
State of Florida
My Commission Expires



Certificate of Registered Agent

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Dated:


Scott R. Prospect
Registered Agent