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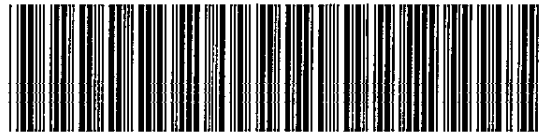
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03 MAR -6 PM 2:28

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3/11

Robert C. Nettleton .
Attorney at Law

(863) 422-6484
Fax (863) 421-9618

March 4, 2003

30 North Sixth Street
Post Office Box 277
Haines City, Florida 33845-0277

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

Re: Growers Commercial Development Group, Inc.

Dear Sir:

Enclosed, please find the following instruments in the above regard:

- (1) Original and one copy of
Articles of Incorporation.
- (2) Resident Agent Certificate.

Also enclosed is my trust account check in the amount of \$78.75 representing the following:

Filing Fee.....\$ 70.00
Certified Copy of Articles.....\$ 8.75
Resident Agent Certificate

TOTAL: \$ 78.75

Please return the certified copy of Articles to this office.

Very truly yours,



Robert C. Nettleton

RCN/jn

Enclosures

ARTICLES OF INCORPORATION
OF
GROWERS COMMERCIAL DEVELOPMENT GROUP, INC.

SECRET
MAR-6 PM 2:28
FBI
FEDERAL BUREAU OF INVESTIGATION
U.S. DEPARTMENT OF JUSTICE

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is Growers Commercial Development Group, Inc.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and street address of the corporation is 519 B Jones Avenue, Suite 7, Haines City, Polk County, Florida 33844. The mailing address is 519 B Jones Avenue, Suite 7, Haines City, Florida, 33844.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares having no par value.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is James L. Baldwin, 1306 South Highland Park Drive, Lake Wales, Florida 33853.

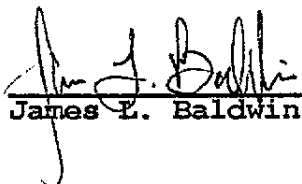
ARTICLE V: INCORPORATORS

The name and address of each incorporator of the corporation is, James L. Baldwin, 1306 South Highland Park Drive, Lake Wales, Florida 33853.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of each member of the initial Board of Directors of the corporation is James L. Baldwin, 1306 South Highland Park Drive, Lake Wales, Florida 33853.

The undersigned have executed these Articles of Incorporation this 26th day of February, 2003.


James L. Baldwin

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: GROWERS COMMERCIAL DEVELOPMENT GROUP, INC.
2. The names and street address of the registered agent and office is: JAMES L. BALDWIN, 519 B JONES AVENUE, HAINES CITY, FLORIDA 33844.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



JAMES L. BALDWIN