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(Requestor's Name)

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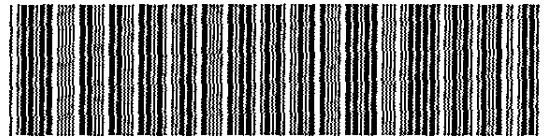
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Davila and Torres, P.A.

ATTORNEYS AND COUNSELORS AT LAW
911 N. MAIN STREET, SUITE 5, KISSIMMEE, FLORIDA 34744

LUIS DAVILA
ALFRED TORRES

Tel. (407)933-0307
Fax (407)933-0882

April 10, 2003

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

Dear Sir/Madam:

Enclosed please find \$78.75 for the filing fees for the above corporation.

Please return one copy.

Sincerely,


Luis Davila
Attorney at Law

Encl: Check

**ARTICLES OF INCORPORATION
OF
PINE HILLS PRODUCE, INC.**

The undersigned hereby forms a corporation for profit under Chapter 621 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the Corporation shall be: Pine Hills Produce, Inc.

The address of the principal office of this corporation shall be: 731 N. Pine Hills Road, Orlando, FL 32808.

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, county, territory, or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock this corporation is authorized to have outstanding at any one time is 200 shares at no par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of this corporation shall be: 731 N. Pine Hills Road, Orlando, FL., and the name of the initial registered agent of the corporation at the address is ELVIS MENDEZ.

ARTICLE V. TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

The name and addresses of the officers and directors are:

WENDY CASTILLO Vice-President
731 N. Pine Hills Road
Orlando, FL 32808

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ELVIS MENDEZ President/Secretary/Treasurer/Director
731 N. Pine Hills Road
Orlando, FL 32808

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation
is:

ELVIS MENDEZ
731 N. Pine Hills Road
Orlando, FL 32808

IN WITNESS WHEREOF, the undersigned Incorporator(s) have executed
these Articles, this 30 day of March, 2003.

Signature of Incorporator(s)


ELVIS MENDEZ

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designation the registered office/registered agent, in the State of Florida.

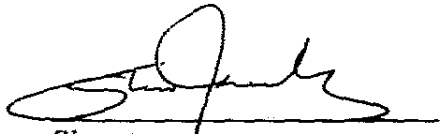
1. The name of the corporation is:

PINE HILLS PRODUCE, INC.

2. The name and address of the registered agent and office is:

ELVIS MENDEZ
731 N. Pine Hills Road
Orlando, FL 32808

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 MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITIONS AS REGISTERED AGENT.


Signature

3/30/03
Date

REGISTERED AGENT FILING FEE: \$35.00

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TALLAHASSEE, FLORIDA