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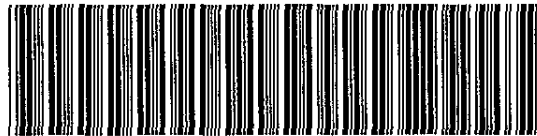
(Business Entity Name)

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TRANSMITTAL LETTER

JAN 09, 2003

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P. O. BOX 6327
TALLAHASSEE, FL. 32314

SUBJECT

PRAIRIE FARMS, INC.
(Proposed Corporate Name)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a
check for \$70.00. If there are any questions, please feel free to call:

Barbara Arkel
3453 NW 160th Street
Okeechobee, FL. 34972-8473 Telephone # (863)634-1626
Fax (863) 357-4598

**ARTICLES OF INCORPORATION
OF
PRAIRIE FARMS, INC.**

FILED
04 JAN 12 AM 8:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Corporation.

ARTICLE I

**The name of the corporation shall be: PRAIRIE FARMS, INC.
with the principal office of this corporation shall be: 15672 N.W. 304TH ST.
OKEECHOBEE, FL. 34972. The mailing address shall be
15672 NW 304TH STREET, OKEECHOBEE, FL. 34972**

ARTICLE II

The duration of the corporation is perpetual.

ARTICLE III

The general purposes for which the corporation is organized are:

1. To such extent as a corporation organized under the Business Corporation Law of the state may now or hereafter lawfully do. To do, either as principal or agent and either alone or in connection with other corporations, firms, or individuals all and everything necessary, suitable, convenient, or proper for, or in

connection with, or incident to the accomplishment of any of the attainment of any more of the objects herein enumerated, or designed directly or indirectly to promote the interests of this corporation or to enhance the value of its properties: and in general to do any and all things and exercise any and all powers, rights, and privileges which a corporation may now or hereafter be organized to do or to exercise under the business corporation law of this state or under any act, amendatory thereof, supplemental thereto, or substituted therefore.

2. To do such things that are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having \$1.00 par value per share.

ARTICLE V

The name of the registered agent is Barbara Arkel, and the registered office is 3453 NW 160th Street, Okeechobee, 34972. The corporations operating address is : 15672 NW 304TH ST. OKEECHOBEE, FL. 34972.

ARTICLE VI

The sole director constituting the initial board of directors of the corporation is:

**NOAH PADGETT
15672 NW 304TH STREET
OKEECHOBEE, FL. 34972**

ARTICLE VII

DIRECTORS - Removal by stockholders, the stockholders shall have the right at any regular meeting, or at any special meeting called for such purpose, to remove any director of the corporation with or without cause.

ARTICLE VIII

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

ARTICLE IX

STOCKHOLDERS - Meetings. The presence, at any stockholder's meeting in person or by proxy of persons entitle to vote all of the shares of the corporation then issued and outstannding shall constitute a quorum for the transaction of business.

The affirmative vote of the outstanding shares of the corporation shall be considered the act of the stockholders

ARTICLE X

DIRECTORS - Meetings, all of the authorized number of directors shall constitute a quorum of the Board of Directors for the transaction of business.

The consent of all of the Directors shall be required to constitute any act of

decision of the Board of Directors.

ARTICLE XI

OFFICERS - The name and address of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

**President - NOAH PADGETT
15672 NW 304TH STREET
OKEECHOBEE, FL. 34972**

**Secy, Treas. JANICE PADGETT
15672 NW 304TH ST.
OKEECHOBEE, FL.
34972**

ARTICLE XII

The name and the address of the incorporator is: Barbara Arkel,
3453 NW 160th Street, Okeechobee, FL. 34972

Executed by the undersigned at Okeechobee, FL. on this

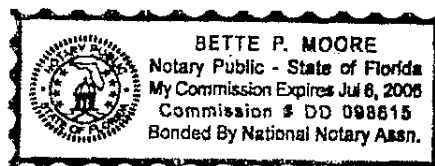
9th Day of January 2004.
Barbara Arkel
Barbara Arkel

STATE OF FLORIDA

COUNTY OF OKEECHOBEE

Before me the undersigned authority authorized to administer oaths and
take acknowledgements personally appeared Barbara Arkel this 9th
day of January 2004 and who after being duly cautioned and sworn
deposed and stated that she executed the same for the purposes the same
expressed therein.

Sworn to and subscribed before me this 9th day
of January 2004.
Bette P. Moore
Notary

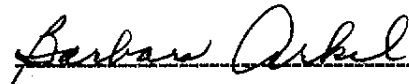


CONSENT OF RESIDENT AGENT TO ACCEPT SERVICE

Barbara Arkel hereby agrees to be the resident agent for :

PRAIRIE FARMS, INC.

**and further agrees to accept any and all correspondence directed to said
corporation addressed to the registered office at 3453 NW 160 th Street,
Okeechobee, FL. 34972 .**



Barbara Arkel

SECRETARY OF STATE
TALLAHASSEE, FL 32399

04 JAN 12 AM 8:50

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