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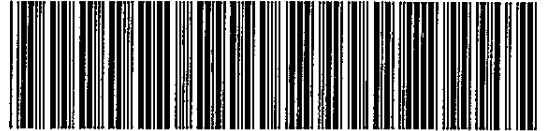
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2004 MAR 19 P 3:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LAW OFFICES
EVAN R. KRAKOWER, P.A.

10001 WEST OAKLAND PARK BLVD.
SUITE 200
SUNRISE, FLORIDA 33351

SUNRISE: (954) 748-4607
DADE: (877) 741-8207
FAX: (954) 748-4911

March 11, 2004

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

RE: **ARTICLES OF INCORPORATION FOR:
FARM LAND INVESTMENT GROUP.**

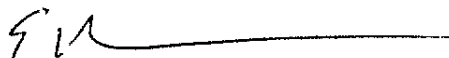
Dear Sir/Madam:

Enclosed please find the following:

1. Articles of Incorporation to be filed for Farm Land Investment Group.
2. Check in the amount of \$78.75 for filing fee
3. A copy of the Articles to be stamped and returned to our office

If you have any questions regarding the enclosed, please contact our office.

Sincerely,


EVAN R. KRAKOWER
ERK/ml

enclosures

**ARTICLES OF INCORPORATION
OF
FARM LAND INVESTMENT GROUP INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract does form a corporation under the laws of the State of Florida.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME:

The name of the corporation is FARM LAND INVESTMENT GROUP INC.

ARTICLE II NATURE OF BUSINESS:

The nature of the business to be transacted by this corporation is the purchase and aquisition of real property and all business activities allowable and customarily done under the laws of the State of Florida and, in accordance with the "Corporation Act" of Florida, to invest its funds in real estate mortgages, stocks, bonds or other types of investment, and may own real or personal property, or to do and transact any and all business as permitted under the laws of the State of Florida. The business of the corporation and the United States of America shall not be limited to the foregoing activities.

ARTICLE III CAPITAL STOCK:

The capital stock of this corporation shall be 1000 shares of \$1.00 par value common stock. The initial stock offering is as follows:

<u>NAME</u>	<u>% OF SHARE</u>	<u>SHARES</u>	<u>VALUE</u>
Lawrence E. Mayer	95%	950 shares	\$950.00
Craig A. Mayer	2.5%	25 shares	\$ 25.00
Sherri L. Krakower	2.5%	25 shares	\$ 25.00

All of said stock shall be payable in cash, or property other than stock or securities, in lieu of cash, at a just valuation to be determined by the Board of Directors of this corporation.

ARTICLE IV TERM OF EXISTENCE:

This corporation will exist perpetually.

ARTICLE V ADDRESS:

The initial post office address of the principal and registered office of this corporation in the State of Florida is 1930 Oakmont Terrace, Coral Springs, FL 33071.

Lawrence E. Mayer shall be the initial registered agent. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VI DIRECTORS:

The corporation shall have three directors initially.

ARTICLE VII INITIAL DIRECTOR:

The name and address of the first Board of Directors who shall hold office until their successors are elected and have qualified is as follows:

Lawrence E. Mayer	1930 Oakmont Terrace Coral Springs, FL 33071
Craig A. Mayer	2402 SW 132 nd Way Davie, FL 33325
Sherri L. Krakower	461 NW 108 th Avenue Plantation, FL 33324

ARTICLE VIII SUBSCRIBER:

The name and post office address of the subscriber to these Articles of Incorporation is:

Lawrence E. Mayer 1930 Oakmont Terrace
Coral Springs, FL 33071

ARTICLE IX OFFICERS:

A. The officers of the corporation shall be President, Secretary, Vice President and Treasurer and such other officers as may be provided by the By-Laws.

B. The name of the person who is to serve as officer of the corporation until the first meeting of the Board of Directors are:

President: Lawrence E. Mayer
Vice-President: Craig A. Mayer
Secretary/Treasurer: Sherri L. Krakower

C. The officers shall be elected at the annual meeting of the Board of Directors or as provided in the By-Laws.

D. The election of officer and director of the Corporation will be voted on by the shareholders. The voting of shares will be cumulative.

ARTICLE X AGREEMENT:

These Articles of Incorporation may be amended in the manner approved by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a

written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

1. No shareholder of the corporation may sell or transfer his stock in this corporation until the same shall have been approved, at a stockholders' meeting. The majority of shares voted will approve the sale of any transfer of any stock in said corporation.

ARTICLE XI

1. The name of the initial registered agent is:

Lawrence E. Mayer 1930 Oakmont Terrace
Coral Springs, FL 33071

IN WITNESS WHEREOF, I, the undersigned, being the original subscriber to the capital stock hereinabove named, for the purpose of forming a corporation to do business in the State of Florida, under the laws of Florida, do hereby make and file these Articles of Incorporation and I do hereby declare and certify that the facts herein are true and do agree to take the number of shares set forth and I hereunto set my hand and seal this 11 day of MARCH, 2004.

LAWRENCE E. MAYER

STATE OF FLORIDA)
COUNTY OF BROWARD)

SS

BEFORE ME personally appeared Lawrence E. Mayer to me well known and to me to be the individual described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the County and State named above this 11th day of March, 2004.

Michelle Larue
NOTARY PUBLIC, State of Florida at Large

My commission Expires:

MICHELLE LARUE
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # CC962776
EXPIRES 8/22/2004
BONDED THRU ASA 1-888-NOTARY1

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as registered agent
of FARM LAND INVESTMENT GROUP INC.



LAWRENCE E. MAYER

STATE OF FLORIDA)
) SS
COUNTY OF BROWARD)

BEFORE ME personally appeared Evan R. Krakower to me well
known and to me to be the individual described in and who executed
the foregoing Articles of Incorporation, and acknowledged before me
that he executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the County and State
named above this 11 day of MARCH,
2004.



NOTARY PUBLIC, State of Florida at Large

My commission Expires:

MICHELLE LARK
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # CC962776
EXPIRES 8/22/2004
BONDED THRU ASA 1-888-NOTARY1

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