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SECRETARY OF STATE
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APPROVED
AND
FILED

TRANSMITTAL LETTER

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

November 29, 2004

SUBJECT: FRESH PLANET PRODUCE, INC.

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check in the amount of \$78.75.

FROM: Smitty Smith & Associates, Inc.
Ms. Smitty Smith
3802 Ehrlich Road, Suite 210
Tampa, Florida 33624

SLS/lac

Enclosure

ARTICLES OF INCORPORATION
OF

FRESH PLANET PRODUCE, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

FRESH PLANET PRODUCE, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

**P.O. BOX 3763
OCALA, FL 34478**

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

PRODUCE BROKER/DISTRIBUTOR

ARTICLE IV CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

10,000 Shares

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

JAMES R. DAVIDSON
1507 S.E. 28TH CT.
OCALA, FL 34471

ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

JAMES R. DAVIDSON
1507 S.E. 28TH CT.
OCALA, FL 34471

The undersigned has (have) executed these Articles of Incorporation this
TWENTY-NINTH day of **NOVEMBER, 2004**



Signature

JAMES R. DAVIDSON

ARTICLE VII EFFECTIVE DATE

The date that this corporation is to be effective is the **FIRST** day of **DECEMBER, 2004.**

APPROVED
AND
FILED

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA


Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned 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:

FRESH PLANET PRODUCE, INC.


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

JAMES R. DAVIDSON
1507 S.E. 28TH CT.
OCALA, FL 34471


JAMES R. DAVIDSON
PRESIDENT

Date: 11/29/2004

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THE 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.

Signature 

Date: 11/29/2004

REGISTERED AGENT FILING FEE: \$35.00