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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

Department of State
Division of Corporations
P O BOX 6327
Tallahassee, FL 32314

SUBJECT: VICTORY QUEST FARMS, INC.

Dear Sir or Madam:

Please find enclosed for filing one original and one copy of the NEW Articles of Incorporation.

Also enclosed is a check in the amount \$ 122.50 payable to: Florida Department of State for the TRANSFER FEE, filing fee, certified copy and certificate of status.

Please return to: VICTORY QUEST FARMS, INC.
 C/O VINCENT VIVO- Registered Agent & Incorporator
 24108 WOLFBRANCH RD
 SORRENTO, FL 32776

NOTE: The original and one copy of the NEW articles are enclosed.

Affidavit to Release Corporation name for New Articles of Incorporation

STATE OF FLORIDA

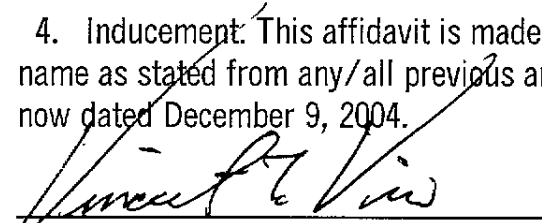
COUNTY OF LAKE

1. Introduction. Vincent Vivo, being duly sworn, deposes and says:

2. Description of Deponent. I am the President/Director/Incorporator of Victory Quest Farms, Inc., a corporation organized and existing under the laws of Florida and qualified to do business under the laws of Florida, with its principal offices at: 24108 Wolfbranch Road, Sorrento, Florida. I make this affidavit solely as an agent of the above referenced corporation and in no other capacity.

3. Revoking Privilege and Release of Name. I do now hereby revoke any former use of corporate name and do now transfer the corporate name: Victory Quest Farms, Inc. to be filed and used with the new articles of incorporation now dated December 9, 2004 having full right, power, and authority to transfer such name.

4. Inducement. This affidavit is made for the specific purpose of transferring the corporate name as stated from any/all previous articles of incorporation dated prior to the new articles now dated December 9, 2004.


Signature - Vincent Vivo

Be it known that on the 9th day of December, 2004, before me appeared Vincent Vivo who is personally known to me.


Notary - State of Florida



Randall E. Mikell
Commission # DD349317
Expires November 4, 2008
Bonded Troy Fain - Insurance, Inc. 800-365-7019

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SECRETARY OF STATE
TALLAHASSEE, FL 32399

ARTICLES OF INCORPORATION

In Compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

APPROVED
AND
FILED

04 DEC 14 PM 2:4

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the Corporation shall be: VICTORY QUEST FARMS, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business of this corporation is: 24108 WOLFBRANCH RD in SORRENTO, FL 32776.

The mailing address for all legal correspondence is: 24108 WOLFBRANCH RD in SORRENTO, FL 32776.

ARTICLE III PURPOSE

This corporation was established as a professional profit corporation.

ARTICLE IV SHARES

The aggregate number of shares which the Corporation has authority to issue 1,000 shares of common stock with no par value.

ARTICLE V OFFICERS/DIRECTORS

VINCENT VIVO

NANCY VIVO

PRESIDENT/DIRECTOR

VICE PRESIDENT/DIRECTOR

24108 WOLFBRANCH RD

24108 WOLFBRANCH RD

SORRENTO, FL 32776

SORRENTO, FL 32776

ARTICLE VI REGISTERED AGENT

The name and Florida street address of the initial registered agent and office of the Corporation is:


VINCENT VIVO located at: 24108 WOLFBRANCH RD in SORRENTO, FL 32776.

ARTICLE VII INCORPORATOR


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

VINCENT VIVO located at: 24108 WOLFBRANCH RD in SORRENTO, FL 32776.

Having been named as registered agent to accept service for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


(SIGNATURE) VINCENT VIVO - Registered Agent

12/09/04
Date


(SIGNATURE) VINCENT VIVO - Incorporator

12/09/04
Date