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COVER LETTER

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

SUBJECT:	Southland Growers, Inc.			
	(PROPOSED CORPORAT			
S70.00 Filing Fee	inal and one (1) copy of the artic \$78.75 Filing Fee & Certificate of Status	\$78.75 Filing Fee & Certified Copy	\$87.50 Filing Fee, Certified Copy & Certificate of Status	
FROM: Kristine V. Lawrence, CPA Name (Printed or typed)				
P.O. Box 1232 Address				
Okeechobee, FL 34973-1232 City, State & Zip				
	863-357-0454 Daytime To	elephone number		

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION OF SOUTHLAND GROWERS, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the state of Florida.

ARTICLE I. NAME 10-01-05

The name of the corporation shall be: SOUTHLAND GROWERS, INC.

ARTICLE II. PRINCIPAL OFFICE

The address of the principal office of this corporation shall be 705 N.E. 120th Street, Okeechobee, Florida, 34972 The mailing address of the corporation shall Post Office Box 1232, Okeechobee, FL 34973.

ARTICLE III. NATURE OF THE BUSINESS

This corporation may engage or transact in any or all lawful activities of business permitted under the laws of the United States, the State of Florida, or any other state, country, territory, or nation.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 100 shares of common stock, having \$1.00 par value per share.

ARTICLE V. INITIAL OFFICERS AND DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitations set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Kristine V. Lawrence, 1103 S.W. 3rd Street, Okeechobee, FL 34974 Jared Wade Lawrence, 1103 S.W. 3rd Street, Okeechobee, FL 34974

ARTICLE V. INITIAL OFFICERS AND DIRECTORS, continued

The names and addresses 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 -

Kristine V. Lawrence, 1103 S.W. 3rd Street,

Okeechobee, FL 34974

Vice President/Secretary - Jared Wade Lawrence, 1103 S.W. 3rd Street,

Okeechobee, FL 34973

ARTICLE VI. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1103 S.W. 3rd Street, Okeechobee, FL 34974, and the name of the initial registered agent of the corporation at that address is KRISTINE V. LAWRENCE.

ARTICLE VII. EXISTENCE

This corporation is to exist perpetually.

ARTICLE VIII. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue Code, 26 U.S.C. 1261 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

<u>ARTICLE IX. EFFECTIVE DATE</u>

The effective date of this corporation is October 1, 2005.

ARTICLE X. INCORPORATOR

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

KRISTINE V. LAWRENCE, 1103 S.W. 3rd Street, Okeechobee, FL 34974

IN WITNESS WHEREOF, the undersigned has hereunto set her hand and seal on September 14, 2005.

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

KRISTINE V. LAWRENCE, having an address identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Kristine V. Lawrence