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SECRETARY OF STATE
DIVISION OF CORPORATE REGISTRATION
TALLAHASSEE, FLORIDA
TALLAHASSEE, FLORIDA

D. WHITE OCT 12 2006

Charter Number Only

VALIDATION ONLY

10/10/06 Louis

Coller and Rockman, PA

Requestor's Name

8500 SW 92 St #106

Address

Miami FL 33156

City

State

ZIP

Phone

(352) 719-9200

CORPORATION(S) NAME

Jen Acreage, Inc.

☒ Profit

☐ NonProfit

☐ Amendment

☐ Merger

☐ Foreign

☐ Dissolution

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of Registered Agent

☒ Certified Copy

☐ Photo Copies

☐ Certificate Under Seal

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
JEN ACREAGE, INC.

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

ARTICLE I - NAME

The name of the corporation is:

JEN ACREAGE, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address is:

5978 NW 74 Terrace
Parkland, Florida 33067

ARTICLE III- DURATION

The duration of the corporation is perpetual.

ARTICLE IV - PURPOSE OF BUSINESS

The corporation may engage in any activity of business permitted under the laws of the United States of America and the State of Florida.

ARTICLE V - SHARES

The aggregate number of shares which the corporation is authorized to issue is One Thousand (1,000) shares. Such shares shall be common stock of a single class, and shall have a par value of \$1.00 per share.

ARTICLE VI - REGISTERED AGENT

The name and Florida address of the registered agent is:

Rosita Jen
5978 NW 74 Terrace
Parkland, Florida 33067

ARTICLE VII - DIRECTORS

The number of directors may be altered from time to time by By-Laws adopted by the stockholders. However, the corporation shall have no less than one director at any time. The name and address of each person who is to serve as a member of the initial Board of Directors is:

Federico Jen and Rosita Jen,

and the address for both members of the initial Board of Directors is:

5978 NW 74 Terrace
Parkland, Florida 33067

Said Director shall hold said office until his successor is elected at the organizational meeting of the incorporators of this corporation.

ARTICLE VIII - INCORPORATORS

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

Rosita Jen
5978 NW 74 Terrace
Parkland, Florida 33067

ARTICLE IX - AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE X - MEETINGS

The corporation may hold its meetings of stockholders and/or Directors either within or without the State of Florida.

ARTICLE XI - ASSESSMENTS

There shall be no power to levy an assessment on any shares of the stock of this corporation.

ARTICLE XII - CAPITALIZATION

The amount of capital which the corporation will begin business is not less than \$500.00.

ARTICLE XIII - TRANSFER OF STOCK

All shares of stock in the corporation are assignable, and any stockholder may sell, assign and transfer his or her shares and certificates of stock at pleasure, provided, however, that he or she must first offer his or her stock for sale to the remaining stockholders, it being the intention hereof to give them the preference in the purchase of said shares, and any attempted sale in violation of this provision shall be null and void. The stockholder desiring to sell his or her stock shall file notice in writing of his or her intention to do so with the Secretary of the corporation stating the terms of sale, and unless his or her terms are accepted by any or all of the stockholders within ten (10) days thereafter, they shall be deemed to have waived their privilege of purchasing and he or she shall be at liberty to sell to anyone else upon those terms or upon terms more favorable to himself or herself.

In the event the said stockholder shall at any time in the future desire to sell his or her stock upon less favorable terms than those contained in the foregoing notice, he or she shall be required to file a new notice as aforesaid stating the new terms which must be accepted within ten (10) days thereafter. It is further a condition of the transfer of any of the stock of this corporation to any person other than the corporation to be held as treasury stock that all debts and obligations of said stockholder to the corporation shall have been paid in advance of said transfer.

ARTICLE XIV - STOCKHOLDER'S AGREEMENTS

When any written agreement is made between stockholders of the corporation which involves the interest of the corporation, such agreement shall be binding on the corporation provided a copy of same shall be filed with the corporate minutes and thereafter said agreement shall be recognized and observed by the officers and agents of the corporation. Agreements between stockholders shall continue binding upon the corporation until there is filed with the President and Secretary of the corporation, in duplicate,

a written instrument, signed by the persons who originally created such stockholder's agreements (or their successors in ownership, providing such succession in ownership shall have been accomplished in accordance with the terms of the stockholders' agreements) consenting to the revocation and cancellation of the agreements among the stockholders.

ARTICLE XV - INDEMNIFICATION

(a) The corporation may indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit, or proceeding, whether civil or criminal, administrative or investigative, by reason of the fact that he or she is or was a director, officer, employee, or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against expenses (including attorneys' fees), judgments, fines, and amounts paid in settlement, actually and reasonable incurred by him or her in connection with such action, suit, or proceeding, including any appeal thereof if he or she acted in good faith or in a manner he or she believed to be in or not opposed to the best interests of the corporation. Any indemnification hereunder shall be made at the sole and unrestricted discretion of a majority of disinterested directors and a majority of stockholders.

(b) The corporation may also indemnify any director, officer, employee, or agent who has been successful on the merits or otherwise, in defense of any action, suit, or proceeding, or in defense of any claim, issue, or matter therein, against all expenses, including attorneys' fees, actually and reasonable incurred by him or her in connection therewith.

(c) The indemnification provided for herein may continue to apply to any person who has ceased to be a director, officer, employee, or agent, and shall inure to the benefit of the heirs, executors, and administrators of such person.

(d) Any indemnification under this Article XV shall be made at the sole and unrestricted discretion of a majority of disinterested directors and a majority of stockholders.

ARTICLE XVI - GENERAL POWERS

This corporation shall have power:

(a) To sue and be sued, complain, and defend in its corporate name in all actions or proceedings.

(b) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced.

(c) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated.

(d) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all of any part of its property and assets.

(e) To lend money to, and use its credit to assist, its officers and employees in accordance with S. 607.141.

(f) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with shares or other interests in, or obligations of, other domestic or foreign corporations associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.

(g) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all of any of its property franchise and income.

(h) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

(i) To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state.

(j) To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

(k) To make and alter bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for the administration and regulation of the affairs of the corporation.

(l) To make donations for the public welfare or for charitable scientific, or educational purposes.

(m) To transact any lawful business which the Board of Directors shall find will be in aid of governmental policy.

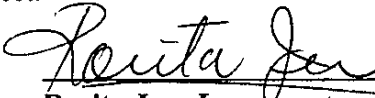
(n) To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any of all of the directors, officers, and employees of its subsidiaries.

(o) To be a promoter, incorporator, general partner, limited partner, member, associate, or manager of any corporation, partnership, limited partnership, joint venture, trust, or other enterprise.

(p) To have and exercise all powers necessary or convenient to effect its purposes.

(q) Any and all other powers granted to a corporation under the laws of the State of Florida.

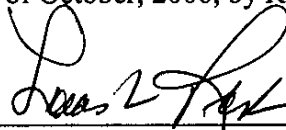
The undersigned incorporator, for the purpose of forming a corporation to do business within or without the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true and correct.



Rosita Jen, Incorporator

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 5th day of October, 2006, by Rosita Jen.



NOTARY PUBLIC
My commission expires:

Personally Known X Or Produced Identification _____



Louis M. Rockman
My Commission DD211387
Expires July 30, 2007

Type of Identification Produced _____

Having been named as registered agent to accept service of process 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.



Rosita Jen, Registered Agent

These Articles Prepared by:

Louis M. Rockman, Esquire
Coller & Rockman, P.A.
8500 S.W. 92 Street, Suite 106
Miami, Florida 33156
(305) 279-9200

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