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SECRETARY OF STATE TALLAHASSEE, FLORIDA

LAW OFFICES

WILLIAMS, SMITH & SUMMERS, P.A.

380 WEST ALFRED STREET
TAVARES, FLORIDA 32778-3298

CHRISTOPHER J. SMITH GARY L. SUMMERS ROBERT Q. WILLIAMS TELEPHONE: (352) 343-6655 FAX (352) 343-4267

October 23, 2006

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

Re: Hi-Land Farms, Inc.

Dear Sir or Madam:

Enclosed are the original and one copy of the Articles of Incorporation for Hi-Land Farms, Inc. If the Articles meet with your approval, please file them and return the copy to our office with a stamp showing that it has been filed.

Enclosed is a check to cover the costs of this corporation, which are as follows:

\$ 35.00 - Filing fee

8.75 - Certificate of Status

35.00 - Registered Agent Designation

\$ 78.75 Total

Thank you for your cooperation in this matter.

Sincerely,

Gary L. Summers

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GLS/ds

Enclosures

ARTICLES OF INCORPORATION

OF

HI-LAND FARMS, INC.

The undersigned incorporator files these Articles of Incorporation in order to form a corporation under the Florida General Corporation Act.

ARTICLE I

NAME AND PRINCIPAL OFFICE

The name of this corporation shall be Hi-Land Farms, Inc. The mailing address and the principal office address of the corporation shall be 619 State Road 50, Groveland, Florida 34736.

ARTICLE II

DURATION OF THE CORPORATION

The existence of this corporation shall be perpetual.

ARTICLE III

CORPORATE PURPOSE

The corporation is being organized for the transaction of any and all lawful business permitted under the Florida General Corporation Act and the laws of the United States.

ARTICLE IV

AUTHORIZED STOCK

The authorized stock of this corporation shall consist of 2,000 shares of Class A common stock with a par value of \$.01 per share, and 108,000 shares of Class B common stock with a par value of \$.01 per share. Class A stock and Class B stock are described more particularly as follows:

4.1 <u>Class A Stock</u>. Class A stock shall be common stock with unlimited and exclusive voting rights and powers on all issues on which shareholders are entitled to vote. At all meetings of the shareholders, each record holder of Class A common stock shall be entitled to one vote for each share held.

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- 4.2 <u>Class B Stock</u>. Class B stock shall be common stock which shall have no voting rights whatsoever.
- 4.3. Shareholder Rights; Dividends; Dissolution and Liquidation. Except for the distinction between voting rights for Class A stock and non-voting rights for Class B stock as described in sections 4.1 and 4.2 above, Class A common stock and Class B common stock shall be identical in all respects. The holders of Class A common stock and the holders of Class B common stock shall have equal shareholder rights, including equal rights with respect to the participation in dividends distributed by the corporation, except for voting rights. In the event of dissolution (whether voluntary or involuntary), liquidation, distribution of assets, or winding up of the corporation, the balance of the assets and funds of the corporation remaining after the payment of all debts and liabilities shall be distributed to the holders of Class A stock and the holders of Class B stock in accordance with their respective ownership interests in the corporation.

ARTICLE V

REGISTERED OFFICE AND REGISTERED AGENT

The name and address of the registered agent and office of this corporation are as follows:

Shaun J. Hillary 619 State Road 50 Groveland, Florida 34736

ARTICLE VI

BOARD OF DIRECTORS

The corporation shall have two (2) directors initially. The number of directors may be increased or decreased from time to time by amendment to the bylaws of the corporation, but shall never be less than one. The names and addresses of the persons who shall serve as the initial directors are as follows:

Dennis W. Hillary 619 State Road 50 Groveland, Florida 34736

Shaun J. Hillary 619 State Road 50 Groveland, Florida 34736

ARTICLE VII

INCORPORATOR

The name and address of the incorporator of this corporation are:

Dennis W. Hillary 619 State Road 50 Groveland, Florida 34736

Executed this 19th day of October, 2006.

Dennis W. Hillary

Incorporator

I hereby accept appointment as registered agent of Hi-Land Farms, Inc., and I am familiar with the requirements of Section 607.0505, Florida Statutes.

By: Shaun J. Hillary

STATE OF FLORIDA COUNTY OF LAKE

The foregoing Articles of Incorporation were acknowledged before me this 194, day of 2006 by Dennis W. Hillary, as the Incorporator, who is personally known to me or, as identification.

otary Signature

Printed Notary Signature My Commission Expires

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