

**PD6000137605**

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



**400081276944**

10/30/06--01043--001 \*\*78.75

FILED  
06 OCT 30 PM 3:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2-8-10-31

## COVER LETTER

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

**SUBJECT:** KALA PACHA FARMS, INC.

(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate of Status

☒ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

**ADDITIONAL COPY REQUIRED**

**FROM:** Michael A. Fracassi, Esquire

Name (Printed or typed)

FRACASSI MAHDAVI SISSMAN & RAND, LLP, 2001 L ST NW, SUITE 610

Address

Washington, DC 20036-4954

City, State & Zip

202-223-3960, ext 1099

Daytime Telephone number

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

**ARTICLES OF INCORPORATION**  
**OF**  
**KALA PACHA FARMS, INC.**

Page 1

FILED  
06 OCT 30 PM 3:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

**ARTICLE I: NAME**

The name of the Corporation shall be:

**KALA PACHA FARMS, INC.**

**ARTICLE II: PRINCIPAL OFFICE**

The principal place of business/mailling address of the Corporation is:

804 NW 16th Avenue  
Suite A  
Gainesville, Florida 32601

**ARTICLE III: PURPOSE**

The purpose for which the Corporation is organized is:

- (1) The corporation may conduct any lawful business whatsoever and wheresoever; and buy, sell or lease real and personal property; manufacture, purchase or otherwise acquire, and own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services, of every class, kind and description; except that this Corporation shall not conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.
- (2) The Corporation may conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and

**ARTICLES OF INCORPORATION**  
**OF**  
**KALA PACHA FARMS, INC.**

Page 2

licenses, in the State of Florida and in all other states and countries throughout the world.

- (3) The Corporation may contract debts and borrow money, issue, and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.
- (4) The Corporation may purchase the corporate assets and/or stock of any other corporation and engage in the same or other types of business.
- (5) The Corporation may guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock or security, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock or security.
- (6) The Corporation may act as financial, business, registered and purchasing agent for domestic and foreign corporations, individuals, partnerships, associations, state governments and other bodies.
- (7) The Corporation may do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherance of any of the powers enumerated in these Articles of Incorporation or any amendment hereof, necessary or incidental to the protection of and benefit of the Corporation, as principal, agent, director, trustee or otherwise; and, in general, either alone or in association with other corporations, firms or individuals, to carry on any lawful business necessary or incidental to the accomplishment of the purposes or objects of the Corporation, whether or not such business is similar in nature to the purposes and objects set forth in these Articles of Incorporation or any amendment hereof.
- (8) The Corporation shall succeed and carry on the business activities of **KALA PACHA FARMS, INC.**, a Maryland corporation, which is being dissolved pursuant to a plan of reorganization pursuant to Section 368(a)(1)(F) of the Internal Revenue Code, as amended.

**ARTICLES OF INCORPORATION**  
**OF**  
**KALA PACHA FARMS, INC.**

Page 3

- (9) The foregoing paragraphs shall be construed as enumerating both objects and powers of the Corporation; and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this Corporation, it being intended that this Corporation shall exercise all powers generally granted to corporations under the laws of the State of Florida.

**ARTICLE IV: SHARES**

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is **ONE HUNDRED THOUSAND (100,000)** shares of common stock at a par value of **ONE DOLLAR (\$1.00)** per share, all of which shall be fully paid and non-assessable.

**ARTICLE V: INITIAL OFFICERS AND/OR DIRECTORS**

The name and address of the initial Officer and Director of the Corporation is:

<b>MO TABASI, Director</b>	<b>3403 NE US Highway 301</b> <b>Hawthorne, Florida 32640-2813</b>
----------------------------	---

<b>MO TABASI, President</b>	<b>3403 NE US Highway 301</b> <b>Hawthorne, Florida 32640-2813</b>
-----------------------------	---

**ARTICLE VI: REGISTERED AGENT**

The name and Florida street address of the Registered Agent of the Corporation is:

<b>MO TABASI</b>	<b>3403 NE US Highway 301</b> <b>Hawthorne, Florida 32640-2813</b>
------------------	---

**ARTICLE VII: INCORPORATOR**

The name and street address of the Incorporator of the Corporation is:

**ARTICLES OF INCORPORATION**  
**OF**  
**KALA PACHA FARMS, INC.**

Page 4

**MO TABASI**

3403 NE US Highway 301  
Hawthorne, Florida 32640-2813

\* \* \* \* \*

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.

  
MO TABASI, Registered Agent

October 26, 2006

\* \* \* \* \*

  
MO TABASI, Incorporator

October 26, 2006

FILED  
06 OCT 30 PM 3:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA