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Florida Department of State  
Division of Corporations  
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To:

Division of Corporations  
Fax Number : (850)205-0381

From:

Account Name : FAS-T CORP. AGENTS, INC.  
Account Number : 071001002335  
Phone : (305)599-0839  
Fax Number : (305)716-0346

STATE  
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**FLORIDA PROFIT/NON PROFIT CORPORATION**

**RIOS GROWERS, INC.**

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RIOS GROWERS NOV 03 2006

ARTICLES OF INCORPORATION

of

RIOS GROWERS, INC.  
(Name of Corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I- CORPORATE NAME

The name of the corporation is:

Rios Growers, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida Law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of operating a plant nursery business.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue six hundred shares (600) of one dollar (\$) (1.00) par value Common Stock, which shall be designated "Common Shares."

CLERK OF THE STATE  
JULIA S. HARRIS

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ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Agent office and the name of the Initial Registered Agent at that office are:

NAME Alex Rios  
 ADDRESS 2920 Palmarita Rd.  
 CITY West Palm Beach, Fl. 33406

The principal office, if known or the mailing address of the corporation is:

NAME Rios Growers, Inc.  
 ADDRESS 2920 Palmarita Rd.  
 CITY West Palm Beach, Fl. 33406

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have TWO (2) director(s) initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follow:

NAME Alex Rios  
 ADDRESS 2920 Palmarita Rd.  
 CITY West Palm Beach, Fl. 33406

NAME Marcela Alzate Rios  
 ADDRESS 2920 Palmarita Rd.  
 CITY West Palm Beach, Fl. 33406

NAME \_\_\_\_\_  
 ADDRESS \_\_\_\_\_  
 CITY \_\_\_\_\_

NAME \_\_\_\_\_  
 ADDRESS \_\_\_\_\_  
 CITY \_\_\_\_\_

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporates signing these Articles of Incorporation are as follows:

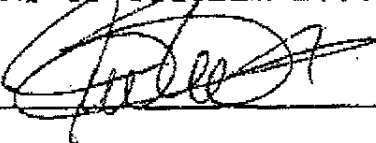
NAME Alex Rios  
ADDRESS 2920 Palmarita Rd.  
CITY West Palm Beach, Fl. 33406

NAME \_\_\_\_\_  
ADDRESS \_\_\_\_\_  
CITY \_\_\_\_\_

NAME \_\_\_\_\_  
ADDRESS \_\_\_\_\_  
CITY \_\_\_\_\_

NAME \_\_\_\_\_  
ADDRESS \_\_\_\_\_  
CITY \_\_\_\_\_

IN WITNESS WHEREOF, the undersigned and subscriber(s) have executed these Articles of Incorporation this 30<sup>th</sup> DAY OF OCTOBER 2006.

 \_\_\_\_\_ (Seal)

\_\_\_\_\_ (Seal)

\_\_\_\_\_ (Seal)

\_\_\_\_\_ (Seal)

CERTIFICATE AND ACKNOWLEDGEMENT  
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

Rios Growers, Inc.  
(Name Corporation)

Pursuant to Florida Statutes Sections 48.091 and  
607.0501, the following is submitted:

The above corporation, desiring to organize under the  
laws of the State of Florida with its registered office  
as indicated in the Articles of Incorporation

At: Rios Growers, Inc.  
2920 Palmarita Rd.  
West Palm Beach, FL. 33406

Has named Alex Rios

Located at the aforesaid address, as its Registered  
Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service  
of process for the above stated corporation at the  
place designated in this certificate, and being  
familiar with the obligations of that position, I  
hereby accept to act in this capacity, and agree to  
comply with the provisions of Florida Law in keeping  
open said office.

  
\_\_\_\_\_  
(REGISTERED AGENT)

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