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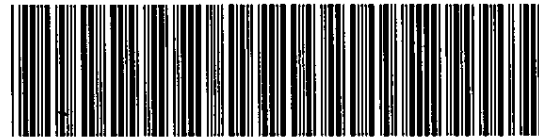
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RECEIVED  
08 JAN -2 AM 11:06  
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FILED  
2008 JAN -2 PM 4:25  
SECRETARY OF STATE  
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**DATE: 1/2/2008**

**NAME: BATTAGLIA FRUIT CO.**

**TYPE OF FILING: ARTICLES OF INCORPORATION**

**COST: 70.00**

**RETURN: PLAIN COPY PLEASE**

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**ACCOUNT: FCA000000015**

**AUTHORIZATION: PAUL / ABBIE HODGE**





FLORIDA DEPARTMENT OF STATE  
Division of Corporations

RECEIVED  
08 JAN -3 PM 12:35  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

January 3, 2008

FLORIDA FILING & SEARCH SERVICES, INC.

SUBJECT: BATTAGLIA FRUIT CO.  
Ref. Number: W08000000254

We have received your document for BATTAGLIA FRUIT CO. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

You cannot have an effective date of January 1, 2008, because the name change for document #336201 was not filed until January 2, 2008.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch  
Regulatory Specialist II  
New Filing Section

Letter Number: 408A00000290

OK now!

A.16(a),

**ARTICLES OF INCORPORATION**  
**OF**  
**BATTAGLIA FRUIT CO.**

The undersigned incorporator delivers these Articles of Incorporation in order to form a corporation under the Florida Business Corporation Act (the "Act").

FILED  
2008 JAN -2 PM 4:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I**  
Name

The name of the Corporation is Battaglia Fruit Co. (the "Corporation").

**ARTICLE II**  
Principal Office

The principal office of the Corporation is located at 250 Park Avenue South, Suite 630, Winter Park, Florida 32789, and its mailing address is P. O. Box 3010, Winter Park, Florida 32790.

**ARTICLE III**  
Corporate Purposes, Power and Rights

The purpose of the Corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV**  
Effective Date and Time; Duration of the Corporation

Existence of the Corporation shall commence on January 2, 2008, and the Corporation shall exist perpetually thereafter unless dissolved according to law.

**ARTICLE V**  
Authorized Stock

The total number of shares of capital stock which the Corporation has the authority to issue is 10,000 shares of Common Stock, with a \$1.00 par value per share.

ARTICLE VI  
Registered Office and Registered Agent

The street address of the initial registered office of the Corporation in the State of Florida shall be 250 Park Avenue South, Suite 630, Winter Park, Florida 32789. The name of the initial registered agent of the Corporation at the registered office shall be W. P. Battaglia.

ARTICLE VII  
Initial Board of Directors

The initial Board of Directors shall consist of two (2) persons. The names and addresses of the persons who shall serve as directors of the Corporation until the first meeting of the shareholders, or until their successors are elected or appointed and have qualified, are:

<u>Name</u>	<u>Address</u>
W. P. Battaglia	P. O. Box 3010, Winter Park, FL 32790
R. E. Battaglia	P. O. Box 3010, Winter Park, FL 32790

ARTICLE VIII  
Incorporator

The name and address of the Incorporator of the Corporation is: W. P. Battaglia, P. O. Box 3010, Winter Park, Florida 32790.

ARTICLE IX  
Amendment to Articles

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

ARTICLE X  
Preemptive Rights

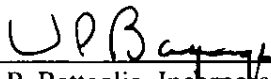
The shareholders of the Corporation shall have the preemptive right to acquire unissued or treasury shares of the Corporation as provided under the Act.

ARTICLE XI  
Effective Date and Time

These Articles of Incorporation shall take effect as of January 2, 2008.

A.16(a)

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation of Battaglia Fruit Co. effective as of the date contained in Article XI herein.

  
\_\_\_\_\_  
W. P. Battaglia, Incorporator

A.16(a)

ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in these Articles of Incorporation, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

  
W. P. Battaglia, Registered Agent

Date: January 2, 2008