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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MRS
4/23

WILSON & WILLIAMS, P.A.

Attorneys at Law
954 East Silver Springs Boulevard
Ocala, Florida 34470

Robert D. Wilson
Reuben S. Williams, IV

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E-Mail: benpa@atlantic.net

April 21, 2008

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32304

RE: Fran's Berries Incorporated

Gentlemen:

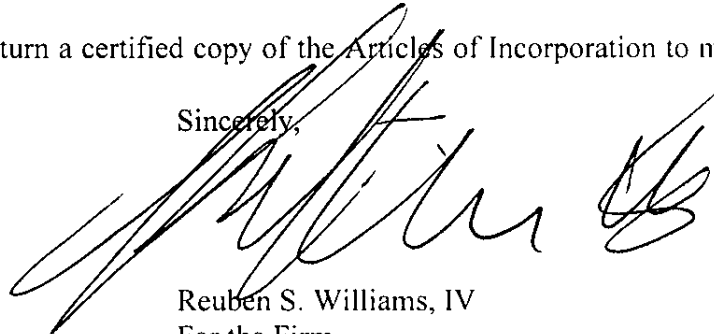
Enclosed herewith please find the original and one copy of Articles of Incorporation for the above referenced corporation together with this firm's check in the amount of \$78.75 for the filing fee consisting of the following:

Filing Fee	\$35.00
Registered Agent Designation	35.00
Certified Copy of Articles	8.75

Total enclosed	\$78.75
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Upon filing of same, please return a certified copy of the Articles of Incorporation to my office.

Sincerely,



Reuben S. Williams, IV
For the Firm

RSW/bs
Enclosures: 1
Articles of Incorporation
Filing Fee check

ARTICLES OF INCORPORATION

FRAN'S BERRIES INCORPORATED

ARTICLE I - NAME

The name of this corporation is Fran's Berries Incorporated.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7500 shares of \$1.00 par value common stock.

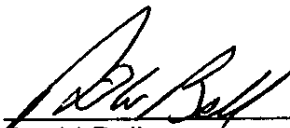
ARTICLE V - MAILING ADDRESS

The principal office of the corporation shall be 3360 Southeast 183rd Avenue Road, Ocklawaha, Florida, 32179, and the mailing address of the corporation is 3360 Southeast 183rd Avenue Road, Ocklawaha, Florida, 32179.

**ARTICLE VI - INITIAL REGISTERED AGENT -
DESIGNATION AND ACCEPTANCE**

The name and address of the initial registered agent and office of this corporation is: David Bell, 3360 Southeast 183rd Avenue Road, Ocklawaha, Florida, 32179. David Bell has signed these Articles of Incorporation to indicate his acceptance and agreement to act in this capacity as contemplated by §607.0202, Florida Statutes.

I hereby accept the appointment as Registered Agent of Fran's Berries Incorporated and agree to act in that capacity.


David Bell

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII - INCORPORATOR AND
INITIAL BOARD OF DIRECTOR

The name and address of the persons signing these Articles of Incorporation is as follows:

NAME:

ADDRESS:

David Bell

3360 SE 183rd Avenue Road
Ocklawaha, FL 32179

The corporation shall have one director initially. The number of directors may be increased from time to time by the By-Laws, but shall never be less than one (1) and the method of election of directors shall be governed by the By-Laws. The name and address of the initial Director of this corporation is:

NAME:


ADDRESS:

David Bell

3360 SE 183rd Avenue Road
Ocklawaha, FL 32179

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 18 day of April, 2008.



David Bell

STATE OF FLORIDA

COUNTY OF MARION

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared David Bell, who acknowledged before me that he is the person who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, in the State and County aforesaid, this 18th day of April, 2008.



Notary Public:

Sign

Print

Andrea M. Muratore
Andrea M. Muratore

State of Florida At Large (Seal)

My Commission Expires:

Personally known _____

Produced Identification ✓

Type of Identification Produced FL. DRIVER'S LICENSE