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SECRETARY OF STATE
SECRETARY OF STATE



KENNETH B. EVERS

PROFESSIONAL ASSOCIATION ATTORNEY AT LAW 424 WEST MAIN STREET WAUCHULA, FLORIDA

KENNETH B. EVERS E-MAIL: everspa@embarqmail.com TELEPHONE: (863) 773-5600 FACSIMILE: (863) 773-0952

REPLY TO: P.O. DRAWER 1308 WAUCHULA, FLORIDA 33873-1308

August 26, 2008

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

Re: W. A. Pippin Farms, Inc.

Gentlemen:

Enclosed are original and one copy of Articles of Incorporation. Please file the original and return a certified copy to me.

Also enclosed is Kenneth B. Evers, P.A., check number 6375 payable to Division of Corporations in the amount of \$78.75 representing fee to file same.

Sincerely,

Cindy Hartley

Legal Assistant

/chh Enclosures

ARTICLES OF INCORPORATION OF

FILED

THE PROPERTY OF STATES

W. A. PIPPIN FARMS, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following articles of incorporation:

ARTICLE ONE

The name of the corporation is W. A. PIPPIN FARMS, INC.

ARTICLE TWO

The duration of the corporation is perpetual.

ARTICLE THREE

The general purpose for which the corporation is organized is farming, farming related activities, and any other business authorized by Florida Statutes and permitted by law.

ARTICLE FOUR

The aggregate number of shares which the corporation is authorized to issue is one hundred (100) shares. Such shares shall be of a single class, and shall have a par value of Ten (\$10.00) Dollars per share.

ARTICLE FIVE

The street address of the initial principal office of the corporation is 3536 North Nursery Road, Zolfo Springs, Florida 33890, and the mailing address is Post Office Box 89, Zolfo Springs, Florida 33890. The name and address of the registered agent is **KENNETH B. EVERS**, 424 West Main Street, Wauchula, Florida 33873.

ARTICLE SIX

Pursuant to authority of Chapter 607.0732(1), Florida Statutes, or as it may hereafter be amended, the corporation shall have no board of directors, and all of the corporate power shall be exercised by, and the balance and affairs of the corporation shall be managed under the direction of the stockholders. The stockholders shall have the power and authority to adopt and to amend the bylaws of the corporation and to determine consideration for the issuance or disposition of any share.

ARTICLE SEVEN

The name and address of the shareholders and the number of shares of stock each agrees to take and the value of the consideration therefor are:

Name	Address	Shares	Consideration
William A. Pippin	3536 North Nursery Road Zolfo Springs, FL 33890	50	\$500.00
George E. Pippin, Jr.	386 Nora Ridge Catawba, SC 29704-8808	35	350.00
Albert L. Stewart	4868 Steve Roberts Special Zolfo Springs, FL 33890	15	150.00

ARTICLE EIGHT

The name and address of the incorporator are **ALBERT L. STEWART**, 4868 Steve Roberts Special, Zolfo Springs, Florida 33890.

ARTICLE NINE

The initial officers of the corporation and their addresses are:

Name	Address	Office
William A. Pippin	3536 North Nursery Road Zolfo Springs, FL 33890	President/Treasurer
George E. Pippin, Jr.	386 Nora Ridge Catawba, SC 29704-8808	Vice President
Albert L. Stewart	4868 Steve Roberts Special Zolfo Springs, FL 33890	Secretary

ARTICLE TEN

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the stockholders by a majority of the stockholders at a meeting held for that purpose.

EXECUTED by the undersigned at Wauchula, Hardee County, Florida, this day of August, 2008.

ALBERT'L. STEWART

STATE OF FLORIDA COUNTY OF HARDEE

I HEREBY CERTIFY that on this day before me, personally appeared **ALBERT L. STEWART**, incorporator of **W. A. PIPPIN FARMS**, **INC.**, who acknowledged before me the execution of the foregoing Articles of Incorporation for the uses and purposes therein set forth.

SWORN to and subscribed before me this 25th day of August, 2008.



Notary Public

ACCEPTANCE

KENNETH B. EVERS

SECRETARY OF STATE