



Prentice Hall Legal & Financial Services

(904) 222-7495

1201 HAYS STREET SUITE 105
TALLAHASSEE, FL 32301

CORPORATION(S) NAME

CHARTER NUMBER

Des. Farms, Inc.

P95000007257

1000001391271
01/27/95 - 01/06/97
***122.50 ***122.50

- | | |
|---|--|
| <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Annual Report | <input type="checkbox"/> Name Reservation |
| <input type="checkbox"/> Change of Registered Agent | <input type="checkbox"/> Name Registration |
| <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Non-Profit/Articles of Incorporation |
| <input type="checkbox"/> Domestication | <input type="checkbox"/> Other |
| <input type="checkbox"/> Fictitious Business Name | <input checked="" type="checkbox"/> Profit/Articles of Incorporation |
| <input type="checkbox"/> Foreign - Profit | <input type="checkbox"/> Reinstatement |
| <input type="checkbox"/> Foreign - Non-Profit | <input type="checkbox"/> Resignation of R.A., Off/Dir |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Trademark |
| <input type="checkbox"/> Limited Liability | <input type="checkbox"/> UCC/Filing 1 |
| <input type="checkbox"/> Mtr. Veh. | <input type="checkbox"/> UCC/Filing 3 |

FILED

- | | |
|--|---|
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Photocopy | <input type="checkbox"/> Good Standing |
| <input type="checkbox"/> Corporate Print-Out | <input type="checkbox"/> R.A., Off/Dir Search |
| <input type="checkbox"/> Fictitious/Owner Search | |

(X) Walk in () Call if Problem () Will Wait (X) Pick up 1/27/2000
DATE/TIME

FOR PRENTICE HALL'S USE ONLY

MISS. JAN 2 1999

BRANCH ORDERING: mg BY: _____
BRANCH RECEIVING: Tally BY: mg
REF/JOB # 506571
CLIENT MATTER # _____
SAME DAY _____ 24 HR _____ ROUTINE _____
VERBAL REQUESTED YES OR NO _____
DATE SENT 1/27 MAIL FAX _____ FED EXP _____
FILED 1/27
SENT TO BRANCH _____ CLIENT X
SPECIAL INSTRUCTIONS _____

CHECK #	
ST./CTY/ FEES	<u>122.50</u>
CORR. FEE/	
SPEC. HANDL.	
MESSENGER	
COPIES	
FAX FEE	
OTHER	
TOTAL	

ARTICLES OF INCORPORATION
OF
SUS FARMS INC.

FILED
JAN 27 11:31
CLERK OF COURT
STATE OF FLORIDA

The undersigned, being an individual, does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a corporation for profit, pursuant to the provisions of the Florida Business Corporation Act.

FIRST: The corporate name for the corporation (hereinafter called the "corporation") is SUS Farms Inc.

SECOND: The address, wherever located, of the principal office of the corporation, if known, is 3132 North Pine Island Road, Sunrise, Florida 33351.

THIRD: The mailing address, wherever located, of the corporation is 3132 North Pine Island Road, Sunrise, Florida 33351.

FOURTH: The number of shares that the corporation is authorized to issue is 30, all of which are with par value of 1.00 dollar each and are of the same class and are to be Common shares.

FIFTH: The street address of the initial registered office of the corporation in the State of Florida is 3132 North Pine Island Road, Sunrise, Florida 33351.

The name of the initial registered agent of the corporation at the said registered office is Michal Milshtein.

The written acceptance of the said initial registered agent, as required by the provisions of Section 607.0501(3) of the Florida Business Corporation Act, is set forth following the signature of the incorporator and is made a part of these Articles of Incorporation.

SIXTH: The name and the address of the incorporator are:

<u>NAME</u>	<u>ADDRESS</u>
Lisa Williams	1201 Hays St., Suite 105 Tallahassee, FL 32301


SEVENTH: The purposes for which the corporation is organized is to engage in any lawful business for which corporations may be organized under the Florida Business Corporation Act.

EIGHTH: The duration of the corporation shall be perpetual.

NINTH: The corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, vote of shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

TENTH: Whenever the corporation shall be engaged in the business of exploiting natural resources or other wasting assets, distributions may be paid in cash out of depletion or similar reserves at the discretion of the Board of Directors and in conformity with the provisions of the Florida Business Corporation Act.

Signed on January 27, 1995


Lisa Williams, Incorporator

Having been named as registered agent and to accept service of process for the above-named 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.

By:


Michael Milshtein

Date: January , 1995

FILED
95 JAN 27 PM 11:31
STATE
OF
FLORIDA