

**CARMAN AND SMITH, P.A.**  
ATTORNEYS AND COUNSELORS AT LAW

165 B. PALMETTO PARK ROAD  
BOCA RATON, FLORIDA 33432

DEBORAH A. CARMAN  
ANDREW M. SMITH

TELEPHONE  
BOCA RATON: (407) 382-7031  
BROWARD: (305) 481-9777  
PALM BEACH: (407) 736-7219  
FAX: (407) 750-3896

March 13, 1995

Secretary of State  
Corporations Division  
P.O. Box 6327  
Tallahassee, FL. 32314

RECEIVED  
MAR 16 1995  
TALLAHASSEE, FLORIDA

RE: TAYLOR FARMS, INC.  
Our File No.: PB-13200

Dear Sir/Madam:

Enclosed please find the Articles of Incorporation for the above captioned corporation together with a check in the amount of \$122.50, representing filing fees, registered agent fee, and \$52.50 for certified copy. Kindly provide us with confirmation of approval at your earliest convenience.

Thank you for your attention to this matter.

Very truly yours,

*Deborah A. Carman*  
Deborah A. Carman

DAC/sm  
enclos.

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MAR 16 1995  
TALLAHASSEE, FLORIDA

D. BROWN MAR 17 1995

ARTICLES OF INCORPORATION

OF

TAYLOR FARMS, INC.

ARTICLE I

NAME

The name of this corporation is: TAYLOR FARMS, INC.

ARTICLE II

DURATION

The term of existence of the corporation is perpetual.

ARTICLE III

PURPOSE

The purpose for which the corporation is organized is the transaction for any and all lawful business for which corporations may be incorporated under the General Corporation Act of the State of Florida. These shall include but not be limited to, the power to sue and be sued, complain and defend in its corporate name in all actions and proceedings, and to have a Corporate Seal. The Corporation may also purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use or otherwise deal in or with real or personal property or any interest therein wherever situated. It shall have the power to sell, convey, mortgage, pledge, lease, exchange, transfer and otherwise dispose of any or all of its property, franchises and income. It may conduct its business, carry on its operations, and have officers and exercise the powers

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CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

granted by this ... without the State of Florida.

It may elect and/or appoint officers and agents and define their duties and fix their compensation. It may take and alter by-laws in any way consistent with these Articles of Incorporation and the laws of the State for the administration and regulations of the affairs of the Corporation. The Corporation shall have the power to make donations to the public welfare or for charitable, scientific, or educational purposes. It shall have the power to transact any lawful business which the Board of Directors shall find to be in aid of Government Policy. The Corporation shall further have the power to pay pensions and establish pension plans, and other incentive plans for any and all its Directors, Officers and Employees and for any and all of the Directors, Officers and Employees of its subsidiaries. It may be a promoter, incorporator, general partner, limited partner, member, associate or manager of any corporation, partnership, limited partnership, joint venture, trust or enterprise. The Corporation shall have the further power to purchase, take, receive, subscribe for, or otherwise acquire, own, vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of and otherwise use and deal in and with shares or other interest in or obligations of other domestic and foreign corporations, associations, partnerships and individuals including the direct and indirect obligations to the United States or any government, state, territory or other governmental body. The Corporation shall have the power to have and to exercise all powers necessary or convenient to effect its purpose.

#### ARTICLE IV

##### CAPITAL STOCK

The aggregate number of shares which the corporation has the authority to issue is 100 shares, all of which shall be common shares with par value of \$1.00.

#### ARTICLE V

##### PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE VI

##### INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial corporate office of this corporation is 3765 E Road, Loxahatchee, Florida 33470-4659. The registered office of this corporation is:

165 East Palmetto Park Road, Boca Raton, Florida 33432.

The name of the initial registered agent of this corporation at that address is: DEBORAH A. CARMAN, ESQUIRE.

#### ARTICLE VII

##### DIRECTORS

This corporation shall initially have one (1) director.

The number of directors may be either increased or diminished

from time to time by the bylaws but shall never be less than one.  
The name and address of the initial director of this corporation  
is:

LINDA A. TAYLOR  
3765 E Road  
Loxahatchee, FL 33470-4659

#### ARTICLE VIII

##### INCORPORATOR

The name and address of the incorporator is:

LINDA A. TAYLOR  
3765 E Road  
Loxahatchee, FL 33470-4659

#### ARTICLE IX

##### OFFICERS

The initial officer of the corporation shall be:

LINDA A. TAYLOR  
3765 E Road  
Loxahatchee, FL 33470-4659

#### ARTICLE X

##### COMMENCEMENT OF EXISTENCE

The corporation shall be deemed to commence its existence  
on:

Upon receipt by the Secretary of State

#### ARTICLE XI

##### AMENDMENT

This corporation reserves the right to amend or repeal any  
provisions contained in this Articles of Incorporation, to any  
amendment hereto, and any rights conferred upon the stockholders

are subject to this reservation.

IN WITNESS WHEREOF, I have subscribed my name this 9th  
day of March, A.D., 1995.

Sandra H. Murphy  
INCORPORATOR

STATE OF FLORIDA

COUNTY OF PALM BEACH

On this 9th day of March, A.D., 1995,  
before me, a Notary Public for the State of Florida the under-  
signed officer personally appeared LINDA A. TAYLOR, known to me to  
be the person whose name is subscribed to in the within instrument,  
and acknowledges he executed the same for the purposes therein  
contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Sandra H. Murphy  
Notary Public

My Commission Expires:



SANDRA H MURPHY  
My Commission CC-408525  
Expires Sep. 20, 1998

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ALLAHBACH, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated Corporation, at the place designated in Article VI of these Articles of Incorporation, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the complete discharge of its duties.

Dated this 9th day of March, 1925.

  
\_\_\_\_\_  
Registered Agent  
DEBORAH A. CARMAN, ESQ.