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ACCOUNT NO. : 072100000032

REFERENCE : 566313 82572A

AUTHORIZATION :

COST LIMIT : 9 PPD

ORDER DATE : March 27, 1995

ORDER TIME : 9:28 AM

ORDER NO. : 566313

CUSTOMER NO: 82572A

CUSTOMER: Stephen C. Watson, Esq
HAHN MCCLURE WATSON GRIFFITH
& BUSH
101 S. Florida Avenue

Lakeland, FL 33801

700001440287
-03/27/95--01012--033
****122.50 ****122.50

DOMESTIC FILING

NAME: HARDEN CITRUS, INC.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jennifer Moran

EXAMINER'S INITIALS:

T. BROWN MAR 27 1995

FILED
95 MAR 27 PM 2:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
HARDEN CITRUS, INC.

FILED
95 MAR 27 PM 2:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation shall be HARDEN CITRUS, INC.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation by the Florida Department of State. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of engaging in the transaction of any and all business activities permitted under the laws of Florida and the United States Of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 1,500 par value shares of common capital stock.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the

Articles Of Incorporation Of HARDEN CITRUS, INC.

preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

ARTICLE VI. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To Certain
Transfer Restrictions Imposed By This

Articles Of Incorporation Of HARDEN CITRUS, INC.

Corporation's Articles Of Incorporation, A
Copy Of Which Is On File At This Corporation's
Principal Office."

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board Of Directors shall be one. The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of each individual who shall serve as a member of the Initial Board Of Directors are:

DENICE G. HARDEN

2020 South Combee Road/Unit 16

Lakeland, FL 33801.

ARTICLE VIII. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE IX. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office and the address of this corporation's initial registered office shall be:
2020 South Combee Road, Unit 16, Lakeland, FL 33801.

The name of the individual who shall serve as this corporation's initial registered agent at that address is: DENICE G. HARDEN.

ARTICLE X. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator is: DENICE G. HARDEN, 2020 South Combee Road, Unit 16, Lakeland, FL 33801.

ARTICLE XI. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

Denice G. Harden
DENICE G. HARDEN - Incorporator

I hereby accept my designation as resident agent and agree to serve as the resident agent of HARDEN CITRUS, INC. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for HARDEN CITRUS, INC.

Denice G. Harden
DENICE G. HARDEN - Registered Agent


State Of Florida

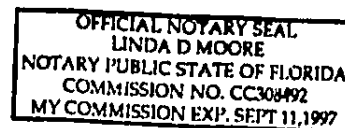
County Of Polk

On March 24, 1995, DENICE G. HARDEN, designated above as the individual who shall serve as the corporation's initial registered

Articles Of Incorporation Of HARDEN CITRUS, INC.

agent and incorporator, who is personally known to me, or produced a Florida driver's license as identification, personally appeared before me at the time of notarization, and, after being given the oath, acknowledged signing these Articles Of Incorporation Of HARDEN CITRUS, INC.


Notary Public
LINDA D. MOORE



(Notary Public - Printed Or Typed Name)

Commission Expiration Date & Commission Number:

(SEAL)

P95000024353

HAHN, MCCLURG, WATSON, GRIFFITH & BUSH

ATTORNEYS AT LAW

JAMES P. HAHN*
E. V. MCCLURG
STEPHEN C. WATSON*
JOHN R. GRIFFITH
PHILIP H. BUSH

J. TOM WATSON
OF COUNSEL

P. O. BOX 38
C. V. MCCLURG BLDG.
101 S. FLORIDA AVENUE
LAKELAND, FLORIDA 33802-0038
(813) 688-7747
FAX (813) 683-4582

P. O. BOX 505
PEOPLES BANK BLDG.
115 S. MISSOURI AVENUE
LAKELAND, FLORIDA 33802-0505
(813) 683-4211
FAX (813) 680-1070

WRITER'S DIRECT NUMBER:
(813) 688-7747

IN REPLY REFER TO:
P. O. Box 38

*BOARD CERTIFIED REAL ESTATE LAWYER

May 9, 1995

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

RE: HARDEN CITRUS, INC.
Our File No. 95-244

600001485656
-05/12/95--01047--004
*****35.00 *****35.00

Dear Sir:

Enclosed herewith please find Statement of Change of Registered Office for the above-referenced corporation: HARDEN CITRUS, INC., together with check in the amount of \$35.00. Please file in appropriate manner and return copy showing filing information thereon to our office in self-addressed envelope enclosed.

Should you have any questions or comments, please do not hesitate to contact our office.

Very truly yours,


Stephen C. Watson

SCW:lm

Enclosure

xc: Ms. Denice G. Harden

FILED
SECRETARY OF CORPORATION
DIVISION OF CORPORATIONS
95 MAY 11 AM 10:16

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HARDEN CITRUS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 11 AM 10:16

STATEMENT OF CHANGE OF REGISTERED OFFICE

The undersigned, as an officer of HARDEN CITRUS, INC., authorized to sign this designation on behalf of HARDEN CITRUS, INC., hereby states:

I.

The address of this corporation's present registered agent is:

2020 South Combee Road/Unit 16
Lakeland, FL 33801.

II.

The address of this corporation's registered office, where service of process within the State Of Florida may be served upon this corporation's registered agent, shall hereafter be:

7740 Nature Trail
Lakeland, FL 33809.

Denice G. Harden
DENICE G. HARDEN - Corporate Officer