

P95000028074

**ALICE CANO**  
Attorney at Law

P. O. Box 1419  
Santa Rosa Beach, FL 32459  
(904) 267-1100

Reply to:  
3 N.W. Maples St.  
Fl. Walton Bch., FL 32648  
(904) 243-7738  
(904) 244-8482 (FAX)

March 17, 1995

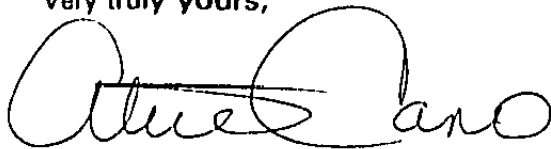
Secretary of State  
Division of Corporations  
P O Box 6327  
Tallahassee, Florida 32314

RE: Corn Fields, Inc.

Dear Sir/Madam:

Enclosed please find the original and one (1) copy of the Articles of Incorporation for Corn Fields, Inc. Please forward the certified copy of the Articles of Incorporation to the undersigned at the above address via Federal Express (pre-paid, pre-addressed envelope enclosed). A check in the amount of \$122.50 is enclosed for filing fees, registered agent designation, and certified copy.

Thank you for your cooperation and assistance in this matter.  
Very truly yours,



Alice Cano  
AC:pk  
Enclosures

DMC  
4-10-95

200001434052  
8731295-01001-010  
FAX 122.50 444122.50

FILED  
95 APR -7 AM 9:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

507  
445-6201



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

March 21, 1995

ALICE CANO, ESQ.  
3 NW MAPLES ST.  
FT. WALTON BEACH, FL 32548

SUBJECT: CORN FIELDS, INC.  
Ref. Number: W9500006201

We have received your document for CORN FIELDS, INC. and your check(s) totalling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6929.

Brendolyn Bruton  
Corporate Specialist

Letter Number: 895A00012547

**ALICE CANO**  
*Attorney at Law*

P. O. Box 1419  
Santa Rosa Beach, FL 32459  
(904) 267-1100

Reply to:  
3 N.W. Maples St.  
Ft. Walton Bch., FL 32548  
(904) 243-7738  
(904) 244-8482 (FAX)

April 5, 1995

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

RE: Corn Fields Health Foods, Inc.

Dear Sir/Madam:

Enclosed please find the original and one (1) copy of the Articles of Incorporation for Corn Fields Health Foods, Inc. Please forward the certified copy of the Articles of Incorporation to the undersigned at the above address. A check in the amount of \$122.50 for filing fees, registered agent designation, and certified copy was previously mailed to you office on March 17, 1995 (see copy of your Letter Number 895A00012547 enclosed).

Thank you for your cooperation and assistance in this matter.  
Very truly yours,

A handwritten signature in cursive script, appearing to read "Alice Cano".

Alice Cano  
AC:pk  
Enclosures

**ARTICLES OF INCORPORATION  
OF  
CORN FIELDS HEALTH FOODS, INC.**

**FILED**  
95 APR -7 AM 9:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE ONE - NAME**

The name of this corporation is Corn Fields Health Foods, Inc. (hereinafter referred to as the "Corporation").

**ARTICLE TWO - DURATION**

The Corporation shall exist perpetually, commencing upon the filing of the Articles of Incorporation with the Department of State.

**ARTICLE THREE - PURPOSE**

The Corporation is organized for the purpose of transacting any or all lawful business not inconsistent with the laws of the State of Florida.

**ARTICLE FOUR - CAPITAL STOCK**

The Corporation is authorized to issue 2,000 shares of Ten Dollar (\$10.00) par value common stock.

**ARTICLE FIVE - PREEMPTIVE RIGHTS**

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

**ARTICLE SIX - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is 7552

Navarro Pkwy., Suite 3, Navarro, FL 32566, and the initial registered agent of the Corporation at that address is Elizabeth A. Brown.

#### **ARTICLE SEVEN - INITIAL PRINCIPAL OFFICE**

The street address of the initial principal office of the Corporation is 7552 Navarro Pkwy., Suite 3, Navarro, FL 32566.

#### **ARTICLE EIGHT - INITIAL BOARD OF DIRECTORS**

The Corporation shall have four (4) directors initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one. The names and addresses of the initial directors of the Corporation are Elizabeth A. Brown, 2567 Valley Rd., Navarro, FL 32566; Gwen J. Conrad, 8271 Gulf Blvd., Navarro Bch., FL 32566; Paul P. Brown, 2567 Valley Rd., Navarro, FL 32566; and Harry Renner, 8271 Gulf Blvd. Navarro Bch., FL 32566.

#### **ARTICLE NINE - INCORPORATOR**

The name and address of the person signing these articles is as follows:  
Gwen J. Conrad, 8271 Gulf Blvd., Navarro Bch., FL 32566.

#### **ARTICLE TEN - BYLAWS**

The power to adopt, alter, amend, or repeal the by-laws shall be vested in the Board of Directors and the shareholders.

#### **ARTICLE ELEVEN - SECTION 1244 STOCK**

It is the intent of this charter that the Directors may sell the capital stock of

the Corporation in accordance with the conditions of Sections 1242-1244, inclusive, of the Internal Revenue Code of 1986, as amended.

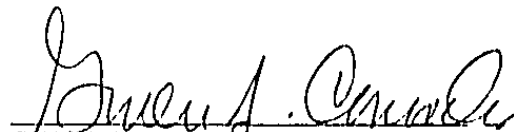
#### ARTICLE TWELVE - INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

#### ARTICLE THIRTEEN - AMENDMENT

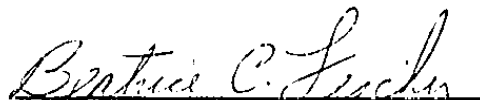
This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 31<sup>st</sup> day of March, 1995.

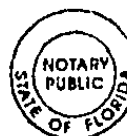
  
GWEN J. CONRAD

STATE OF FLORIDA   )  
COUNTY OF OKALOOSA   )

The foregoing Articles of Incorporation were acknowledged before me this 31<sup>st</sup> day of March, 1995, by Gwen J. Conrad, who is personally known to me or who has produced her Driver's License as identification. Such person acknowledged that she executed the Articles of Incorporation for the purpose therein described.



Notary Public - State of Florida  
My Commission Expires: \_\_\_\_\_  
Commission No.: \_\_\_\_\_



BEATRICE C. FISCHER  
My Comm Exp. 4-15-96  
Bonded By Service Ins. Co  
No. CC185279

CERTIFICATE DESIGNATING REGISTERED OFFICE OR DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN THIS STATE AND NAMING REGISTERED  
AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is  
submitted, in compliance with said Act:

Corn Fields Health Foods, Inc. (the "Corporation"), desiring to organize under the  
laws of the State of Florida, with its registered office, as indicated in its Articles of  
Incorporation, at 7552 Navarro Pkwy., Suite 3, Navarro, FL 32566, has named  
Elizabeth A. Brown, as its agent to accept service of process within this State.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above-stated  
Corporation, at the place designated in this certificate, I hereby accept to act in  
this capacity, and agree to comply with the provisions of said Act relative to  
keeping open of said office.

  
ELIZABETH A. BROWN