# 904-222-0393 FAX



PRENTICE HALL LLGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032 REFERENCE: 668498 10988A AUTHORIZATION : COST LINIT : \$ 122.50 ORDER DATE: August 24, 1995 ORDER TIME : 11:48 AK ORDER NO. : 668498 CUSTOMER NO: 10988 PACHULIA DA ANGA PA CUSTOMER: Sandra E. Tolle, Legal Asst MCWHIRTER REEVES MCGLOTHLIN DAVIDSON & BAKAS, P.A. Suite 2800 100 North Tampa Street Tampa, FL 33602-5128 DOMESTIC FILING NAME: HOPEDELAGE BEANS, INC. ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: CERTIFIED COPY PLAIN STAMPED COPY

EXAMINER'S INITIALS:

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Colby D. Griffin

# ARTICLES OF INCORPORATION

OF

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#### HOPEDELAGE BEAMS, INC.

The undersigned incorporator hereby executes and acknowledges these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

#### Article I - Name

The name of this Corporation shall be:

HOPEDELAGE BEANS, INC.

# Article II - Principal Office

The principal office and mailing address for this Corporation shall be:

Hopedelage Beans, Inc. c/o 100 North Tampa Street, Suite 2800 Tampa, Florida 33602

# Article III - Duration

This corporation shall have perpetual existence.

#### Article IV - Purpose

The general purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Business Corporation Act of the State of Florida, and any amendments thereto, and in connection therewith, this corporation shall have and may exercise any and all powers conferred from time to time by law upon corporations formed under such Act.

# Article V - Capital Stock

This Corporation is authorized to issue one hundred thousand (100.000) shares of one cent (\$0.01) par value.

# Article VI - Initial Registered Office and Agent

The initial registered office of this corporation shall be located at 100 North Tampa Street, Suite 2800, Tampa, Florida 33602-5126, and the name of the initial registered agent of this corporation at such office shall be Frank J. Rief, III. This corporation shall have the right to change such registered office and such registered agent from time to time, as provided by law.

# Article VII - Directors

The number of Directors of this Corporation shall be not less than one nor more than seven. The name and post office address of the members of the first Board of Directors of this Corporation who shall hold office for the first year of this existence of this Corporation or until their successors are elected and qualified, unless otherwise provided by the By-Laws are:

Name	₽
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#### Address

Joe Marlin Hilliard

Route 2, Box 175 Flaghole Road Clewiston, FL 33440

Frank L. Polhill

Route 2, Box 230 Clewiston, FL 33440

# Article VIII - Incorporator

The name and street address of the incorporator making these  $\mbox{\sc Articles}$  of Incorporation are:

#### <u>Name</u>

#### <u>Address</u>

Frank J. Rief, III

100 North Tampa Street Suite 2800 Tampa, FL 33602-5126

#### Article IX - By-Laws

(a) The power to adopt the by-laws of this corporation, to alter, amend or repeal the by-laws, or to adopt new by-laws, shall be vested in the Board of Directors of this corporation; provided, however, that any by-law or amendment thereto as adopted by the Board of Directors may be altered, amended or repealed by vote of the stockholders entitled to vote thereon, or a new by-law in lieu

thereof may be adopted by the stockholders, and the stockholders may prescribe in any by-law made by them that such by-law shall not be altered, amended or repealed by the Board of Directors.

(b) The by-laws of this corporation shall be for the government of this corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of this corporation, provided the same are not inconsistent with the provisions of these Articles of Incorporation, or contrary to the laws of the State of Florida or the United States.

# Article X - Amendment of Articles of Incorporation

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation for the uses and purposes therein stated this 2/2, day of Hugust 1, 1995.

FRANK J. RIFF, III/)
As Incorporator

# HOPEDELAGE BEANS, INC.

# ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned, FRANK J. RIEF, III, having been named to accept service of process for the above-stated corporation, at the plane designated in the Articles of Incorporation, hereby agrees and lo sents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of Section 607,0505, Florida Stautes.

By:

FRANK J. RI As Register

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