

P 9600000 7587

January 8, 1996

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

Subject: MER Farms, Inc.

Dear Sirs:

Please find enclosed an original and one copy of the articles of incorporation and a check for \$78.75 (filing fee and certificate), from:

Elizabeth Tremblay
12466 Indian Mound Road
Lake Worth, Florida 33467

Tel: 407-881-2302

Thank you.

E. Tremblay

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*****78.75 *****78.75

W96-999

00789, 00634, 00615, 00671

FILED
95 JAN 24 PM 3:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

935 JAN 12 1996



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 12, 1996

ELIZABETH TREMBLAY
12466 INDIAN MOUND RD.
LAKE WORTH, FL 33467

SUBJECT: MER FARMS, INC.
Ref. Number: W9600000999

We have received your document for MER FARMS, INC. and your check(s) totalling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

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) 487-6052.

Sandy Ng
Document Specialist

Letter Number: 796A00001669

*Please see
attached
Thank you.*

ARTICLES OF INCORPORATION
OF
MER Farms, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these articles of incorporation hereby associate themselves to form a corporation under the laws of the State of Florida

article I - name

The name of the corporation is: MER Farms, Inc.

article II - duration

This company shall exist perpetually,

This corporation is organized to engage in any activity or business permitted by the laws of the United States and the State of Florida.

article IV - capital stock

This corporation is authorized to issue 600 shares of Common stock having a nominal or par value of \$ 1.00 per share.

article V - preemptive rights

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

article VI - initial registered office and agent

The street address of the initial registered office of this corporation is 12466 Indian Mound Road, Lake Worth, Florida 33467

Address of principal office is the same.

The name of the initial registered agent of this corporation at this address is Elizabeth Tremblay.

I hereby am familiar with and accept the duties and responsibilities as registered agent for said Corporation: Elizabeth Tremblay.

article VII - indemnification

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

article VIII - amendment

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

article IX - initial board of directors

This corporation shall have 2 directors initially. The number of directors may be either increased or decreased from time to time by the by-laws, but shall never be less than one.

The names and addresses of the initial directors are:

Elizabeth M. Tremblay, Pres.
12466 Indian Mound Road
Lake Worth, Florida 33467

Richard Tremblay, Sec'y/Trea.
12466 Indian Mound Road
Lake Worth, Florida 33467

article X - incorporator

The names and addresses of the persons signing these articles of incorporation are:

Elizabeth M. Tremblay, 12466 Indian Mound Road, Lake worth, Fl. 33467
Richard Tremblay, 12466 Indian Mound Road, Lake Worth, Fl. 33467

article XI - general nature of the business

The corporation will initially Transport Agricultural Material

article XII - subscribers

The names and addresses of the initial subscribers to shares of stock in the corporation and the value of consideration therefore are the following:

Elizabeth M. Tremblay
12466 Indian Mound Road
Lake Worth, Florida 33467
(300 shares @ \$1.00 ea.)

Richard Tremblay
12466 Indian Mound Road
Lake Worth, Florida 33467
(300 shares @ \$1.00 ea.)

Elizabeth Trumbly
Trumbly

Samuel Jones
Witness
Samuel Jones
Witness

Witness

STATE OF FLORIDA
COUNTY OF

I HEREBY CERTIFY that on this day, before me a NOTARY PUBLIC
duly authorized in the state and county named above to take
acknowledgements, personally appeared Elizabeth Trumbly
and Sam Trumbly

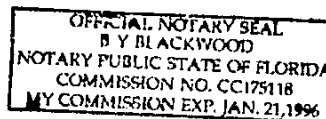
to me known to be the persons described as subscribers in and
who executed the foregoing articles of incorporation, and
acknowledged before me that they subscribed to those articles
of incorporation.

WITNESS my hand and official seal in the county of Palm Beach
State of Florida, named above this 16 day of Dec
1995.

My commission expires:

Jan 21/96

BY BLACKWOOD
NOTARY PUBLIC
State of Florida BY BLACKWOOD



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA