

**ARTICLES OF INCORPORATION
OF
SUNNYBROOK FARMS, INC.**

ARTICLE I - NAME

The name of this corporation is SUNNYBROOK FARMS, INC.

ARTICLE II - DURATION

This corporation shall have a perpetual existence commencing on the date of filing.

ARTICLE III - PRINCIPAL OFFICE

The principal place of business of this corporation shall be:

3391 Scenic Highway 98 East
Destin, Florida 32541

The mailing address of this corporation shall be:

3391 Scenic Highway 98 East
Destin, Florida 32541

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Thousand Shares of One Dollar (\$1.00) par value common stock, which shall be designated "common shares".

ARTICLE V - INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent of this corporation is Joseph M. Scheyd, Jr., 305 Main Street, Destin, Florida 32541.

ARTICLE VI - INCORPORATORS

The name and address of the person signing these articles is:

Deborah Ross
3391 Scenic Highway 98 East
Destin, Florida 32541

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95 MAR 13 PM 3:43
TALLAHASSEE, FLORIDA


ARTICLE VII - BY-LAWS

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

ARTICLE VIII - ACTION WITHOUT A MEETING

The directors of this corporation may take action by written consent, as provided by law.


IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles Of Incorporation this 18th day of January, 1996.


DEBORAH ROSS

STATE OF FLORIDA

COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me this 18th day of January, 1996, by DEBORAH ROSS, who is personally known to me or who has produced _____ as identification and who did take an oath and acknowledged and declared that she executed the same for the uses and purposes therein set forth.


NOTARY PUBLIC, State of Florida
My Commission Expires: _____



JOSEPH M. SCHEYD, JR.
MY COMMISSION # CC285802 EXPIRES
March 14, 1997
BONDED THRU TROY FARM INSURANCE, INC.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

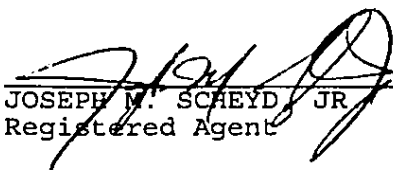
Pursuant to the provisions of Chapter 607, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submit the following statement designating the registered agent/registered office in the State of Florida.

1. The name of the corporation is: SUNNYBROOK FARMS, INC.

2. The name of the registered agent is Joseph M. Scheyd, Jr. The address of the registered office is 305 Main Street, Destin, Florida 32541.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position.

DATED this 11th day of January, 1996.


JOSEPH M. SCHEYD, JR.
Registered Agent

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