

P960000028873

LANDIS, GRAHAM, FRENCH, HUBFELD, SHERMAN & FORD, P. A.

ATTORNEYS AT LAW

ESTABLISHED 1908

ELBETH W. LANDIS (1900-1987)
JOHN L. GRAHAM (1908-1978)
WILLIAM E. SHERMAN
MICHAEL B. GRAHAM
WILLIAM A. OTTINGER
JOE G. DYKES, JR.
F. A. FORD, JR.
SAM N. MARTIN
PHILIP L. PARTRIDGE
E. CHANNING COOLIDGE, JR.

*BOARD CERTIFIED ESTATE PLANNING AND PROBATE LAWYER
*CERTIFIED CIRCUIT MEDIATOR

DeLand

148 EAST RICH AVE.
POST OFFICE BOX 40
DELAND, FLORIDA 32721-0040
(904) 734-3451
FACSIMILE (904) 730-1350

DAYTONA

543 SOUTH RIDGEWOOD AVE.
DAYTONA BEACH, FLORIDA 32114
(904) 252-4717
FACSIMILE (904) 253-7352

DELTONA

SUITE 204, MEDICAL ARTS CENTER
1555 SAXON BOULEVARD
DELTONA, FLORIDA 32725-5022
(407) 874-1401
FACSIMILE (407) 874-0242

J. COMPTON FRENCH
THORWALD J. HUBFELD
FRANK A. FORD, III,
OF COUNSEL

PLEASE REPLY TO:

DeLand Office

February 29, 1996

Secretary of State
Corporation Division
Post Office Box 6327
Tallahassee, FL 32314

RE: WEST GATE GROVES, INC.

Dear Ladies and Gentlemen:

Enclosed herein is the original and one copy of the executed Articles of Incorporation for the above named corporation together with the Designation of Registered Agent. Please return a certified copy of same to the office indicated above.

Also enclosed is our check in the amount of \$122.50 made payable to the Department of State in payment of the following fees:

Filing Fee	\$35.00
Designation of Registered Agent	\$35.00
Certified Copy of Articles	<u>\$52.50</u>
Total	\$122.50

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-03/27/96--01072--006
****122.50 ****122.50

Thank you for your assistance in this matter. If you have any questions, please feel free to contact this office.

Sincerely,

Ruth D. Stanley
Ruth D. Stanley, CLA
to F. A. Ford, Jr.

/rds
Enclosures

FILED
96 MAR 27 AM 10:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AL APR 3 1995

ARTICLES OF INCORPORATION
OF
WEST GATE GROVES, INC.

FILED
96 MAR 27 AM 10:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is WEST GATE GROVES, INC.

ARTICLE II. DURATION

This corporation shall have perpetual existence commencing on the date of filing of Articles of Incorporation by the Department of State.

ARTICLE III. GENERAL PURPOSE

This corporation is organized for the purpose of conducting the general business of selling Florida citrus and for the purpose of transacting or engaging in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares of common stock having a par value of \$1.00 per share.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash or any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his 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 which price, in the case of par value shares, may be in excess of par.

ARTICLE VI. THE PRINCIPAL OFFICE AND
INITIAL REGISTERED OFFICE AND AGENT

The street and mailing address of the principal office and initial registered office of this corporation is:

9601 SEIDEL ROAD
WINTER Garden, FLORIDA 34787

and the name of the initial registered agent of this corporation at this address is:

JOHN D. FICQUETTE

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have four (4) directors initially. The number of directors may be either increased or decreased from time to time by the bylaws. The names and street addresses of the members of the initial board of directors who shall hold office until the first annual meeting of shareholders of the corporation or until their successors are elected or appointed and have qualified are as follows:

<u>NAME</u>	<u>ADDRESS</u>
ALEX B. VEECH III	1022 Edgewater Court, Orlando, FL 32804
JOHN D. FICQUETTE	PO Box 770429, Winter Garden, FL 34777-0429
SUSAN E. FICQUETTE	PO Box 770429, Winter Garden, FL 34777-0429
MARTHA T. VEECH	1022 Edgewater Court, Orlando, FL 32804

ARTICLE VIII. OFFICERS

The officers of this corporation shall be President, Vice President, Secretary and Treasurer, and they shall be elected by the Board of Directors. The names and addresses of the officers who shall serve until their successors are elected pursuant to the Bylaws are as follows:

PRESIDENT:	SUSAN E. FICQUETTE
VICE PRESIDENT:	MARTHA T. VEECH
SECRETARY:	JOHN D. FICQUETTE
TREASURER:	ALEX B. VEECH III

ARTICLE VIII. SUBSCRIBERS

The names and street addresses of the subscribers to these Articles of Incorporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
ALEX B. VEECH III	1022 Edgewater Court, Orlando, FL 32804
JOHN D. FICQUETTE	PO Box 770429, Winter Garden, FL 34777-0429

ARTICLE IX. AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 21st day of MARCH, 1996.

Alex B. Veech III
Alex B. Veech III, Subscriber

John D. Ficquette
John D. Ficquette, Subscriber

STATE OF FLORIDA
COUNTY OF VOLUSIA

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned officer duly authorized to take acknowledgements, ALEX B. VEECH III and JOHN D. FICQUETTE, to me known to be the persons described in and who executed the foregoing, and they acknowledged before me that they executed the same. WITNESS my hand and official seal in the County and State last aforesaid this 21st day of MARCH, 1996.

Dora G. Farris
Notary Public, State of Florida

Printed/Typed Name of Notary

Commission No. _____

My Commission Expires: _____

Personally Known X AND/OR Produced Identification _____

Type of Identification Produced _____



DORA G FARRIS
My Commission CC304547
Expires Aug. 24, 1997
Bonded by ANB
800-852-5878

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE
AND ACCEPTANCE

FILED

96 MAR 27 AM 10:49

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is WEST GATE GROVES, INC.
2. The name and address of the registered agent and office is:

JOHN D. FICQUETTE

Name

9601 SEIDEL ROAD

Address (Post Office Box NOT acceptable)

WINTER GARDEN, FLORIDA 34787

City/State/Zip

Having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Signature

P96000028873

FRANK A. FORD, JR., HUNFELD, SHERRAS & FORD, P.A.

ATTORNEYS AT LAW

ESTABLISHED 1908

EDMUND W. LANDRE (1900-1987)
JOHN L. GRAHAM (1908-1978)
THORWALD J. HUNFELD (1928-1988)
WILLIAM E. SHERRAS
RICHARD B. GRAHAM
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FACSIMILE (407) 874-0242

J. COMPTON FRENCH
FRANK A. FORD, JR.
OF COUNSEL

PLEASE REPLY TO: DeLand Office

August 9, 1996

Division of Corporations
ATTENTION: NEW FILINGS
Post Office Box 6327
Tallahassee, Florida 32314

RE: WEST GATE GROVES, INC.
Document No. P96000028873
Filed on March 27, 1996

Dear Ladies and Gentlemen:

Please be advised that the mailing address of the above corporation has been changed from 9601 Seidel Road, Winter Garden, Florida 34787 to Post Office Box 771404, Winter Garden, Florida 34777-1404.

I have enclosed a copy of this letter for confirming. Please return the copy indicating receipt of this change to the office indicated above. For your convenience an envelope has been provided.

Thank you for your assistance in this matter. If you have any questions or need any additional information, please do not hesitate to contact this office.

Sincerely,

Ruth D. Stanley
Ruth D. Stanley, CLA
to F. A. Ford, Jr.

/rds

Enclosures

Ymt

8.13.96