

4/13/96

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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## ARTICLES of INCORPORATION

OF

### PALM BREEDERS, INC.

The undersigned Incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

#### ARTICLE I. NAME

The name of the corporation shall be:

#### PALM BREEDERS, INC.

The principal place of business of this corporation shall be 15313 Citrus Grove Boulevard Royal Palm Beach, Florida 33411; and the mailing address shall be the same.

#### ARTICLE II. NATURE of BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

#### ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7500 shares of common stock having \$ .01 par value per share.

#### ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 15313 Citrus Grove Boulevard Royal Palm Beach, Florida 33411; and the initial registered agent of the corporation is Edgardo Torres.

#### **ARTICLE V. TERM of EXISTENCE**

This corporation is to exist perpetually.

#### **ARTICLE VI. DIRECTORS**

All corporate powers shall be exercised by or under the authority of, and the business affairs of the corporation managed under the direction of its Board of Directors subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and street address of the initial members of the Board of Directors are:

Edgardo Torres, Director  
5074 Fearnley Road  
Lake Worth, Florida 33467

#### **ARTICLE VII. INCORPORATOR**

The name and street address of the incorporators to these Articles of Incorporation is:

Edgardo Torres, Vice President  
5074 Fearnley Road  
Lake Worth, Florida 33467

Lance K. Drell, President  
15313 Citrus Grove Boulevard  
Royal Palm Beach, Florida 33411

#### **ARTICLE VIII. PRIVATE PROPERTY**


The private property of the stockholders shall not be subject to payment of the corporate debts to any extent.

#### **ARTICLE IX. INDEMNITY**

This corporation may indemnify and insure its officers and directors to the fullest extent permitted by law.

IN WITNESS WHEREOF, I, the undersigned, being the incorporator hereinbefore named, for the purpose of forming a Corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 29th day of March, 1996.

  
Lance K. Drell, President

  
Edgardo Torres, Vice President

STATE OF FLORIDA  
COUNTY OF PALM BEACH

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DIVISION OF CORPORATIONS  
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**I HEREBY CERTIFY** that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Lance K. Drell & Edgardo Torres Incorporators to me known to be the person described as subscriber in who executed the foregoing Articles of Incorporation.

**WITNESS** my hand and official seal in the County and State named above this 29th day of March, 1996.

Marci L. Wentz  
NOTARY PUBLIC



MARCI L. WENTZ  
COMMISSION # CC 297785  
EXPIRES JUN 27, 1997  
Atlantic Bonding Co., Inc.  
800-732-2245

**ACCEPTANCE of REGISTERED AGENT DESIGNATED  
IN ARTICLES of INCORPORATION**

**I HEREBY ACCEPT** the appointment as the initial registered agent of PALM BREEDERS, INC. made in the foregoing Articles of Incorporation.

Edgardo Torres  
Edgardo Torres, Vice President

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DATE