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STEVEN A. LONG, P.A.

ATTORNEY AT LAW

1027 U.S. HIGHWAY 1 • SUITE 13 • SEBASTIAN, FLORIDA 32958 • (407) 589 7778 • FAX (407) 388 8037

April 11, 1996

STATE OF FLORIDA  
Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

500001781205  
-04/16/96--01004--009  
\*\*\*\*122.50 \*\*\*\*122.50

re: A. GENTILE TOMATO CONSULTANT, INC.

Dear Sir:

Enclosed are the original and one (1) copy of the Articles of Incorporation which I have prepared for the above corporation. Please file the original in your offices and return one (1) certified copy to me, in the enclosed self-addressed stamped envelope.

The Designation and Acceptance by Registered Agent are also included.

I am enclosing my office check in the amount of \$122.50, covering:

\$ 35.00 Filing Fee  
\$ 35.00 Registered Agent Fee  
\$ 52.50 Certified Copy Fee  
\$122.50

Thank you.

Sincerely,

  
STEVEN A. LONG

Enclosures (5)

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DIVISION OF STATE  
TALLAHASSEE, FLORIDA

D. BROWN APR 17 1996

ARTICLES OF INCORPORATION  
OF  
A. GENTILE TOMATO CONSULTANT, INC.

ARTICLE I--NAME

The name of this corporation is A. GENTILE TOMATO CONSULTANT, INC.

ARTICLE II--DURATION

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

ARTICLE III--PURPOSE

This corporation is organized for the purpose of tomato-consulting, and any or all lawful business for which corporations may be incorporated under Chapter 607 of the Florida Statutes, as they now exist or may hereafter be amended.

ARTICLE IV--CAPITAL STOCK

This corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares."

ARTICLE V--PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, 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.

ARTICLE VI--PRINCIPAL OFFICE,  
INITIAL REGISTERED OFFICE AND AGENT

The corporation's principal office address is 5920 South River Run Drive, Sebastian, Florida 32958. The street address of the initial registered office of this corporation is also 5920 South River Run Drive, Sebastian, Florida 32958. The name of the initial registered agent of this corporation at that address is Anthony Gentile, and the mailing address of the initial registered agent is 5920 South River Run Drive, Sebastian, Florida 32958.

ARTICLE VII--INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the bylaws; however, there shall never be less than one Director nor more than five. The name and address of the initial Board of Directors of the corporation is:

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TALLAHASSEE, FLORIDA

Anthony Gentile  
5920 South River Run Drive  
Sebastian, FL 32958

ARTICLE VIII--INCORPORATORS

The name and address of the Incorporator signing these Articles is:

Anthony Gentile  
5920 South River Run Drive  
Sebastian, FL 32958

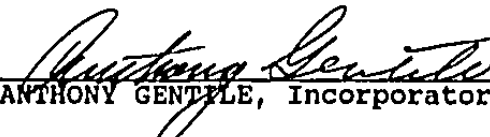
ARTICLE IX--INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former Officer or Director, to the full extent permitted by law.

ARTICLE X--AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 11th day of April, 1996.

  
ANTHONY GENTILE, Incorporator

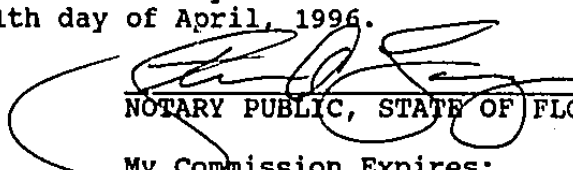
STATE OF FLORIDA  
COUNTY OF INDIAN RIVER

BEFORE ME, a Notary Public authorized to take acknowledgments in the County and State set forth above, personally appeared ANTHONY GENTILE, known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 11th day of April, 1996.



STEVEN A LONG  
My Commission CC368718  
Expires Apr. 07, 1998  
Bonded by HAI  
800-422-1556

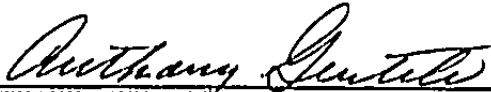
  
NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:

Personally Known \_\_\_\_\_ OR Produced Identification ✓  
Type of Identification Produced FL D/L # G534-000-25-253-0

ACCEPTANCE BY REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as registered agent for A. GENTILE TOMATO CONSULTANT, INC.

  
\_\_\_\_\_  
ANTHONY GENTILE  
Registered Agent

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WILLIAMSBURG, VA