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P96010035395

ACCOUNT NO. : 072100000032

REFERENCE : 927039 81693A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : April 22, 1996

ORDER TIME : 2:43 PM

ORDER NO. : 927039

CUSTOMER NO: 81693A

CUSTOMER: Eileen Weber, Esq  
CHAMBERS & HAYES

922 N. Krome Avenue

Homestead, FL 33030

700001789677  
-04/23/96--01004--026  
\*\*\*\*\*122.50 \*\*\*\*\*122.50

700001789677  
-04/23/96--01004--027  
\*\*\*\*\*8.75 \*\*\*\*\*8.75

DOMESTIC FILING

NAME: PRIMO GROVES, INC.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION  
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY  
☐ PLAIN STAMPED COPY  
☒ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Victoria L. Perez

EXAMINER'S INITIALS: \_\_\_\_\_

SECTION OF CORPORATION

05 APR 22 PM 4:25

9/16/96

RECEIVED  
FEB 13 1997

**ARTICLES OF INCORPORATION  
OF  
PRIMO GROVES, INC.**

In compliance with the requirements of F.S. Chapter 607, the undersigned, being natural persons, do hereby act as incorporators in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

**ARTICLE I.**

The name of the corporation ("Corporation") is PRIMO GROVES, INC.

**ARTICLE II.**

The existence of the Corporation shall begin on April 16, 1996. Thereafter, the existence shall be perpetual.

**ARTICLE III.**

This corporation is organized for the purpose of owning, leasing, and operating groves, for any related purpose, or for any other lawful purpose.

**ARTICLE IV.**

The street address of the principal office of the Corporation is 1011 N.W. 6th Street, Homestead, FL 33030.

**ARTICLE V.**

The maximum number of shares this Corporation is authorized to issue is One Hundred (100), all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

#### ARTICLE VI.

The initial street address of the Corporation's registered office is 1011 N.W. 6th Street, Homestead, Florida 33030. The initial registered agent for the Corporation at that address is: JOSEPH A. GUGGINO.

#### ARTICLE VII.

The initial Board of Directors shall consist of two members. The names and address of the persons who will serve on the initial Board of Directors are:

|                   |                                              |
|-------------------|----------------------------------------------|
| JOSEPH A. GUGGINO | 1011 N.W. 6th Street<br>Homestead, FL 33030  |
| RICHARD MULLINS   | 31155 SW 197th Avenue<br>Homestead, FL 33030 |

The number of directors may at any time and from time to time be increased or decreased by action of the Shareholders or the Board of Directors, but shall never be less than one. A decrease in number, however, shall not have the effect of shortening the term of any incumbent director.

#### ARTICLE VIII.

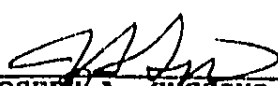
The names and street addresses of the persons signing these Articles of Incorporation are:

| NAME              | ADDRESS                                      |
|-------------------|----------------------------------------------|
| JOSEPH A. GUGGINO | 1011 N.W. 6th Street<br>Homestead, FL 33030  |
| RICHARD MULLINS   | 31155 SW 197th Avenue<br>Homestead, FL 33030 |

#### ARTICLE IX.

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 16 day of April, 1996.

  
JOSEPH A. GUGGINO

  
RICHARD MULLINS

**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for PRIMO GROVES, INC., at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

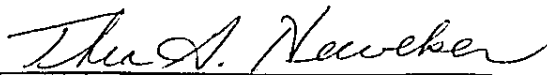
  
JOSEPH A. GUGGINO

STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME, the undersigned authority, this day personally appeared JOSEPH A. GUGGINO and RICHARD MULLINS, who are known to me personally, and known to me to be the same persons who signed the foregoing Articles of Incorporation as incorporators, and they each acknowledged before me that they did so, in my presence, for the purposes therein expressed. An oath was (was not) taken.

IN WITNESS WHEREOF, I have hereunto placed my hand and seal this 16 day of April, 1996.

  
NOTARY PUBLIC, STATE OF FLORIDA

My commission expires:

