

Examiner's Initials SN AUG - 5 1996

ARTICLES OF INCORPORATION
OF

LIMA & SON'S, ENTERPRISE CORP. AUG -5 PM 12:13

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SECRET
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I
NAME

The name of the corporation shall be

LIMA & SON'S, ENTERPRISE CORP.

ARTICLE II
NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, 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 100 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV
ADDRESS

The street address of the initial registered office of the corporation shall be 24863 S.W. 129 Place, Princeton, FL 33032 and the name of the initial Registered Agent for the corporation at that address is ELIA L. LIMA at 24863 S.W. 129 Place, Princeton, FL 33032.

ARTICLE V
SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

**ARTICLE VI
TERM OF EXISTENCE**

This corporation shall exist perpetually.

**ARTICLE VII
LIMITATION OF LIABILITY**

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

**ARTICLE VIII
SELF DEALING**

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

ELIA L. LIMA

JAILE S. LIMA

ROSA MARIA LIMA

24863 SW 129 PL.
Princeton, FL 33032

ARTICLE IX
INCORPORATOR

The name and address of the incorporator is:

ELIA L. LIMA
JAILE S. LIMA
ROSA MARIA LIMA

IN WITNESS WHEREOF, the undersigned has hereunto set his
hand and seal on this 1st day of August, 1996.

Incorporator:

Elia L. Lima
ELIA L. LIMA

Jaile S. Lima
JAILE S. LIMA

Rosa Maria Lima
ROSA MARIA LIMA

STATE OF FLORIDA
COUNTY OF DADE

The foregoing instrument was executed and acknowledged
before me this 1st day of August, 1996, by
ELIA L. LIMA, JAILE S. LIMA and ROSA MARIA LIMA.

(SEAL)

Maria D. Gomez
Notary Public
State of FLORIDA
My Commission Expires:
8/16/97



MARIA D GOMEZ
My Commission CC308814
Expires Aug. 16, 1997
Bonded by HAI
800-422-1955

DESIGNATION OF AND ACCEPTANCE
BY REGISTERED AGENT

The following is submitted in compliance with the laws of the State of Florida. Lima & Son's, Enterprise ~~Co~~ corporation organizing under the laws of the State of Florida, with its principal office located at 24863 S.W. 129 Place, Princeton, FL 33032, has named ELIA L. LIMA whose address is 24863 S.W. 129 Place, Princeton, FL as its Agent to accept service of process within this State.

ACCEPTANCE:

I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.

Registered Agent:

E. Lima

STATE OF FLORIDA
COUNTY OF DADE

BEFORE ME, the undersigned authority, this day personally appeared ELIA L. LIMA, who, after being duly sworn, deposes and says that the facts and matters contained above are true and correct, and that he has executed the same for the purposes expressed herein.

WITNESS my hand and official seal this August day of 1996.

(SEAL)



MARIA D GOMEZ
My Commission CC306814
Expires Aug. 16, 1997
Bonded by HAI
800-422-1555

Notary Public
State of Florida
My Commission Expires 8/16/97

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STATE
PALM BEACH
FLORIDA