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William C. Grimes
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E. Glenn Grimes 1000 • 1967
Clyde C. Goebel 1921 • 1991

911-740-0131
Fax 911-740-0138

September 11, 1996

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

000001543720
03/17/96--01055--002
*****70.00 *****70.00

Re: Central Florida Vegetable Growers, Inc.

Dear Sir or Madam:

Enclosed please find the following documentation pertaining to the formation of the above-referenced corporation:

- A. Original executed Articles of Incorporation.
- B. Copy of executed Articles of Incorporation.
- C. Check in the amount of \$70.00.

After the original Articles of Incorporation have been filed, I would appreciate if you would please return the copy to me indicating certification.

Thank you for your attention to this matter. Should you have any questions or need additional information, please do not hesitate to contact me.

Sincerely,

GRIMES, GOEBEL, GRIMES & HAWKINS, P.A.

AL SEP 17 1996

By:

John D. Hawkins, Esq.

JDH/bpw
Enclosures

ARTICLES OF INCORPORATION
OF

25 SEP 10 11:10:40

CENTRAL FLORIDA VEGETABLE GROWERS, INC.

The undersigned Incorporator to these Articles of Incorporation, natural person, competent to contract, does hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I. CORPORATE NAME

The name of this corporation shall be CENTRAL FLORIDA VEGETABLE GROWERS, INC.

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted and carried on by the corporation is to engage in any lawful act and activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III. CAPITAL STOCK

The total authorized capital stock of the corporation shall be 1000 shares of common stock having a nominal or par value of \$1.00 per share.

ARTICLE IV. TERMS OF EXISTENCE

This corporation shall have perpetual existence, commencing upon the filing of these Articles.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The street address of the initial registered office of this corporation shall be 1023 Manatee Avenue West, Bradenton, Florida 34205, and the initial registered agent at such address will be John D. Hawkins, Esq. The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is James H. Williams, Rt. 1, Box 145D, Ona, Florida 33865.

ARTICLE VII. BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of Directors may be increased or diminished from time to time by bylaws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VIII. INITIAL DIRECTORS

The names of the initial Directors of this corporation and their street addresses are:

| <u>Name</u> | <u>Address</u> |
|-------------------|---------------------------------------|
| James H. Williams | Rt. 1, Box 145D Ona, Florida 33865 |

ARTICLE IX. OFFICERS

The executive officers of this corporation shall be a President, a Vice President, a Secretary, and a Treasurer. Any person may hold two or more offices. The corporation may also have such other officers and agents as may be deemed necessary and all such officers and agents shall be chosen in such manner, hold their offices for such terms, and have such powers and duties as may be prescribed by the by-laws or determined by resolution of the Board of Directors not inconsistent with the by-laws.

ARTICLE X. AMENDMENT

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights and

powers conferred herein upon stockholders, directors and officers are subject to this reserve power.

IN WITNESS WHEREOF, I, the undersigned Incorporator, for the purposes of forming a corporation for profit pursuant to the laws of the State of Florida, do make, subscribe and acknowledge this certificate and I have hereunto duly executed the foregoing Articles of Incorporation to be filed in the office of the Secretary of State of Florida, for the purposes therein set forth.


JAMES H. WILLIAMS

STATE OF FLORIDA

COUNTY OF MANATEE

BEFORE ME, the undersigned authority, personally appeared James H. Williams, known to me and known to be the person making, subscribing and acknowledging the foregoing Articles of Incorporation to be his free act and deed for the purposes and uses therein set forth.

SWORN TO AND SUBSCRIBED before me this the 10th day of September, 1996.


Notary Public

My Commission Expires:



BRENDA J. PARKER
MY COMMISSION # CC359683 EXPIRES
April 19, 1998
BONDED THRU TROY FAIR INSURANCE, INC.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
SERVICE OF PROCESS WITH THIS STATE, NAMED AGENT
UPON WHOM PROCESS MAY BE SERVED**

FILED
96 SEP 16 11:10:40
TALLAHASSEE
FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

Central Florida Vegetable Growers, Inc., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at Rt. 1, Box 145D, Ona, Florida 33865, with John D. Hawkins, Esq. as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

John D. Hawkins, Esq.
Registered-Agent

DATED this the 10th day of September, 1996.