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networks

PRENTICE HALL
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P96000101774

ACCOUNT NO. : 072100000032

REFERENCE : 191104 80989A

AUTHORIZATION :

Patricia Pzyt

COST LIMIT : \$ 70.00

ORDER DATE : December 17, 1996

ORDER TIME : 10:01 AM

ORDER NO. : 191104-005

CUSTOMER NO: 80989A

000002030770--8

CUSTOMER: Stephen L. Evans, Esq
STEPHEN L. EVANS, ESQ

104 North Thomas Street

Plant City, FL 33566

DOMESTIC FILING

NAME: JIM'S PRODUCE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: W. Charles Earnest

EXAMINER'S INITIALS:

FILED
96 DEC 17 PM 3:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 DEC 17 AM 10:36
DIVISION OF CORPORATION

*Dmc
12-17-96*

**ARTICLES OF INCORPORATION
OF
JIM'S PRODUCE, INC.**

FILED
96 DEC 17 PM 3:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. CORPORATE NAME.

The name of this corporation is:

Jim's Produce, Inc.
Post Office Box 3085
Plant City, Florida 33564

ARTICLE II. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 750 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV. TERM OF EXISTENCE.

This Corporation shall have perpetual existence, commencing upon filing of these articles.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

James L. Waldron
4809 Gallagher Road
Plant City, Florida 33565

The Board of Directors from time to time may move the Registered Office to any

other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS.

This Corporation shall have 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.

ARTICLE VII. INITIAL DIRECTOR.

The name of the initial director of this Corporation and his street address is:

James L. Waldron
4809 Gallagher Road
Plant City, Florida 33565

The person named as initial director shall hold office for the first year of existence of this Corporation or until his successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE VIII. INCORPORATOR.

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

James L. Waldron
4809 Gallagher Road
Plant City, Florida 33565

ARTICLE IX. AMENDMENT.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on December 16, 1996.


James L. Waldron - Incorporator

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, a Notary Public, personally appeared James L. Waldron, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on December 16, 1996





STEPHEN L. EVANS
My Commission CC377646
Expires Jun. 17, 1998
Bonded by ANB
800-852-5578

**Certificate Designating Place of Business or Domicile
for the Service of Process Within This State,
Naming Agent Upon Whom Process May be Served**

FILED
96 DEC 17 PM 3:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with Section 48.091 and Section 607.0501, Florida Statutes, the following is submitted:

That Jim's Produce, Inc., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 4809 Gallagher Road, Plant City, County of Hillsborough, State of Florida, has named James L. Waldron, located at 4809 Gallagher Road, Plant City, Florida 33565, County of Hillsborough, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.


James L. Waldron - Registered Agent