

Law Offices Of
STEVEN SILVERMAN
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P9700000 7788
January 1, 1997
Secretary of State
Corporate Division
P.O. Box 6327
Tallahassee, Florida 32301

RE: Lakeland Farms, Inc.
Our File No. 96-3120

800002064018---3
-01/22/97--01050--002
****122.50 ****122.50

Dear Sir/Madam:

Enclosed herein please find the Articles of Incorporation for the above named entity. Also enclosed is my check in the amount of \$122.50 for filing the Articles. Please return to the undersigned a certified copy of the Articles.

Thank you for your courtesy and attention to this matter.

Sincerely yours,

[Signature]
Steven Silverman

SS/cd
Enclosures

97 JAN 2. PM 4:09
TALLAHASSEE FLORIDA

[Signature]
1/27

**ARTICLES OF INCORPORATION
OF
LAKELAND FARMS, INC.**

FILED
97 JAN 21 PM 4:09
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act hereby adopt the following Articles of Incorporation.

ARTICLE I

NAME

The name of the corporation is: **LAKELAND FARMS, INC.**

ARTICLE II

DURATION

The term of existence of the corporation is perpetual, commencing on the date of receipt and acknowledgment of the Articles by the Secretary of State.

ARTICLE III

PURPOSE

The purpose for which the corporation is organized is to engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE IV

CAPITAL STOCK

The aggregate number of shares that the corporation shall have the authority to issue is 100,000 shares of capital stock with a par value of \$1.00 per share.

The sum of the par value of all shares of capital stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time. The shares of the corporation are not to be divided into classes.

ARTICLE V

DIVIDENDS

The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the corporation.

ARTICLE VI

PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of his corporation, shall have the right to purchase his prorata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII

PRINCIPAL PLACE OF BUSINESS

The principal office of the corporation shall be located at:

7596 N.W. 8th Street
Miami, Florida 33126

ARTICLE VIII

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the corporation is:

7596 N.W. 8th Street
Miami, Florida 33126

The name and address of the initial registered agent of the corporation is:

WOOLTON ANDERSON
7596 N.W. 8th Street
Miami, Florida 33126

ARTICLE XI

INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be increased or diminished from time to time by the by-laws. The names and addresses of the initial directors of this corporation are:

RICHARD LAKE, President/Treasurer
7596 N.W. 8th Street
Miami, Florida 33126

MICHAEL LAKE, Vice-President
7526 N.W. 8th Street
Miami, Florida 33126

WOOLTON ANDERSON, Secretary
7596 N.W. 8th Street
Miami, Florida 33126

ARTICLE X

INCORPORATORS

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

RICHARD LAKE
7596 N.W. 8th Street
Miami, Florida 33126

MICHAEL LAKE
7596 N.W. 8th Street
Miami, Florida 33126

WOOLTON ANDERSON
7596 N.W. 8th Street
Miami, Florida 33126

ARTICLE XI

ACTIONS OF DIRECTORS WITHOUT MEETING

The directors of this corporation may take action by written consent as provided by law.

ARTICLE XII

MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in regular or special meetings of the Board of Directors by means of conference telephone as provided by law.

ARTICLE XIII

INDEMNIFICATION

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

ARTICLE XIV

AMENDMENT

The corporation reserves this right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of
Incorporation on this 27th day of December, 1996.



RICHARD LAKE

STATE OF FLORIDA }
 } SS:
COUNTY OF DADE }

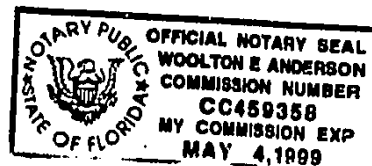
Before me, the undersigned authority, personally appeared, **RICHARD LAKE**, to me well
known and known to be the person described in and who executed the foregoing Articles of
Incorporation and he acknowledged to and before me that he executed said instrument for the
purposes therein expressed.

WITNESS my hand and seal this 27th day of December, 1996.



NOTARY PUBLIC, STATE FLORIDA
Print Name: WOOLTON E ANDERSON

My Commission Expires:

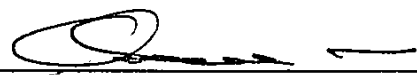



MICHAEL LAKE

STATE OF FLORIDA }
 } SS:
COUNTY OF DADE }

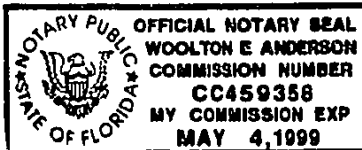
Before me, the undersigned authority, personally appeared, **MICHAEL LAKE**, to me well known and known to be the person described in and who executed the foregoing Articles of Incorporation and he acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and seal this 27th day of December, 1996.


NOTARY PUBLIC, STATE OF FLORIDA

Print Name: Woolton E. Anderson

My Commission Expires:





WOOLTON ANDERSON

STAE OF FLORIDA }
 }
COUNTY OF DADE }

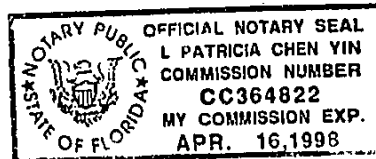
Before me, the undersigned authority, personally appeared, **WOOLTON ANDERSON**, to me well known and known to be the person described in and who executed the foregoing Articles of

Incorporation and he acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and seal this 27th day of December, 1996.


NOTARY PUBLIC, STATE OF FLORIDA
Print Name: L. PATRICIA CHEN YIN

My Commission Expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

In compliance with section 48.091, FLORIDA STATUTES, the following is submitted:

That **LAKELAND FARMS, INC.**, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at City of Miami, State of Florida, has named **WOOLTON ANDERSON**, located at 7596 N.W. 8th Street, Miami, Florida 33126, as its agent to accept service of process within Florida.



RICHARD LAKE

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated this 27th day of December, 1996.



WOOLTON ANDERSON

FILED
97 JAN 21 PM 4:09
SECRETARY OF STATE
TALLAHASSEE FLORIDA