

997000016201

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

RE: Laurent's Discount
Growers, Inc.

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

FILED
 97 FEB 20 AM 11:23
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

FEB 20 1997

.....
 REQUEST TAKEN CONFIRMED APPROVED
 DATE _____
 TIME _____ CK No. _____
 BY APR _____

WALK-IN Will Pick Up APR

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input checked="" type="checkbox"/> Foreign Corp. File		
<input type="checkbox"/> () Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S-		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ()		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX () pgs.		
SUBTOTALS		

400002092974--7
 -02/20/97-01011-019
 ****122.50 ****122.50

FEE.....	\$ _____
DISBURSED.....	\$ _____
SURCHARGE.....	\$ _____
TAX on corporate supplies.....	\$ _____
SUBTOTAL.....	\$ _____
PREPAID.....	\$ _____
BALANCE DUE.....	\$ _____

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

V. DONALD HILLEY, P.A.

SUITE 204, PROSPERITY GARDENS
11380 PROSPERITY FARMS ROAD
PALM BEACH GARDENS, FLORIDA 33410

TELEPHONE (561) 627-0009
FAX NO. (561) 622-5531

February 13, 1997

Corporate Record Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32314

Re: **LAURENT'S DISCOUNT GROWERS, INC.**

Gentlemen:

We are enclosing the original and a duplicate copy of the Articles of Incorporation of this proposed corporation together with a Designation of Registered Agent and Acceptance of Designation. The duplicate copy of the Articles have been subscribed and acknowledged by the subscriber in the same manner as the original.

Please endorse your approval of the Articles of Incorporation on the duplicate copy, certify and return it to us. Enclosed is a check for \$122.50 to cover the costs of the filing fee, certificate fee and registered agent and designation fee.

Very truly yours,

V. DONALD HILLEY, P.A.



V. Donald Hilley

VDH:db

Enclosures

ARTICLES OF INCORPORATION
OF
LAURENT'S DISCOUNT GROWERS, INC.

FILED

97 FEB 20 AM 11:23

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I

Name

The name of this corporation is:

LAURENT'S DISCOUNT GROWERS, INC.

ARTICLE II

Nature of Business

The general nature of business to be transacted by this corporation is: any business or business activity permitted under the laws of the State of Florida and the United States.

ARTICLE III

Capital Stock

The maximum number of shares this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock with a par value of one dollar (\$1.00) per share.

ARTICLE IV

Term of Existence

The corporation shall exist perpetually.

ARTICLE V

Registered Office and Agent

The street address of the Registered Office of this corporation in the State of Florida is:

11380 Prosperity Farms Road, Suite 204
Palm Beach Gardens, FL 33410

The Registered Agent of the corporation at the corporation's Registered Office is:

V. DONALD HILLEY

ARTICLE VI

Directors

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

ARTICLE VII

Initial Directors

The name and address of the members of the first Board of Directors is:

Laurent Jaques Chapuis
3061 Lychee Street
Lake Park, FL 33403

ARTICLE VIII

Principal Office of Corporation

The address of the principal office of this corporation is:

1330 State Road 7
Wellington, FL 33414

ARTICLE IX

Incorporator

The name and address of the incorporator of these Articles of Incorporation is:

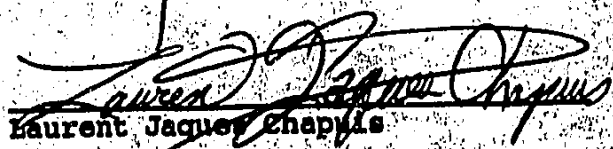
Laurent Jaques Chapuis
3061 Lychee Street
Lake Park, FL 33403

ARTICLE X

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 a majority of the stock entitled to vote thereon.

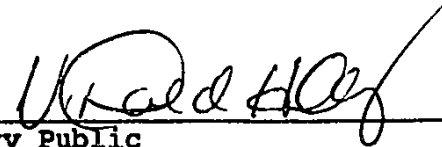
IN WITNESS WHEREOF, I have made and subscribed these Articles of Incorporation this 18 day of February, 1997.


Laurent Jaques Chapuis

STATE OF FLORIDA)
)
COUNTY OF PALM BEACH) ss:

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County aforesaid, to take acknowledgements, personally appeared Laurent Jaques Chapuis, to me well known to be the person described as incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State aforesaid this 18th day of February, 1997.



Notary Public

SEAL:



V. DONALD HILLEY
MY COMMISSION # CC420678 EXPIRES
December 2, 1998
BONDED THRU TROY FARM INSURANCE, INC.

DESIGNATION OF REGISTERED AGENT

AND

ACCEPTANCE OF DESIGNATION

FILED

97 FEB 20 AM 11:23

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

That LAURENT'S DISCOUNT GROWERS, INC., desiring to organize or qualify under the laws of the State of Florida, with its registered office located at:

11380 Prosperity Farms Road, Suite 204
Palm Beach Gardens, FL 33410

has named V. DONALD HILLEY as its agent to accept service of process within Florida.


Laurent Jaques Chapuis

Title: PRESIDENT

Date: 2/18/97

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.


V. DONALD HILLEY

Date: 2-18-97