



ACCOUNT NO. : 072100000032

REFERENCE : 285262 4323852

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : March 7, 1997

ORDER TIME : 9:47 AM

ORDER NO. : 285262-005

CUSTOMER NO: 4323852

CUSTOMER: Mary Fendle, Legal Assistant
DEAN MEAD EGERTON BLOODWORTH
CAPOUANO & BOZARTH, P.A.
Suite 1500
800 North Magnolia Avenue
Orlando, FL 32803

DOMESTIC FILING

NAME: NOBLEQUEST FARMS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX _____ CERTIFIED COPY
 _____ PLAIN STAMPED COPY
 _____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tonya C. Holliday

EXAMINER'S INITIALS:

K.R.

MAR 10 1997

RECEIVED
97 MAR -7 AM 11:51
DIVISION OF CORPORATION
FILED
97 MAR -7 AM 9:22
TALLAHASSEE, FLORIDA
STATE ARCHIVES

ARTICLES OF INCORPORATION
OF
NOBLEQUEST FARMS, INC.

FILED
97 MAR -7 AM 9:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of this Corporation pursuant to Chapter 607 of the Florida Statutes, hereby forms a corporation for profit under the laws of the State of Florida and adopts the following Articles of Incorporation for such Corporation:

ARTICLE I - NAME OF CORPORATION

The name of this Corporation shall be Noblequest Farms, Inc.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of this Corporation shall be located at #7 Live Oak Drive, Oxford, Florida 34484. The mailing address of the Corporation shall be 2600 Maitland Center Parkway, Suite 330, Maitland, Florida 32751.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of capital stock that this Corporation is authorized to issue and have outstanding at any one time is ten thousand (10,000) shares of common stock having a par value of Ten Cents (\$.10) per share.

ARTICLE IV - INITIAL REGISTERED OFFICE

AND REGISTERED AGENT

The initial street address of the registered office of this Corporation in the State of Florida shall be 2600 Maitland

Center Parkway, Suite 330, Maitland, Florida 32751. The Board of Directors may from time to time move the registered office to any other address in Florida. The name of the initial registered agent of this Corporation at that address is Johnnie P. James, Jr. The Board of Directors may from time to time designate a new registered agent.

ARTICLE V - INCORPORATOR

The name and address of the incorporator of this Corporation are:

<u>Name</u>	<u>Address</u>
Johnnie P. James, Jr.	2600 Maitland Center Parkway Suite 330 Maitland, Florida 32751

ARTICLE VI - INITIAL BOARD OF DIRECTORS

A. The initial number of directors of this Corporation shall be two (2).

B. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of this Corporation, but shall never be less than one (1).

C. The names and addresses of the initial members of the Board of Directors, who shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, are:

<u>Name</u>	<u>Address</u>
Noel M. Cariño	45 Cabbage Street Valle Verde 5 Pasig, Metro Manila Philippines

Elizabeth M. Cariño

45 Cabbage Street
Valle Verde 5
Pasig, Metro Manila
Philippines

ARTICLE VII - PURPOSE

The general purpose for which this Corporation is organized shall be to conduct and transact any and all lawful business authorized or not prohibited by Chapter 607 of the Florida Statutes, as the same may be from time to time amended.

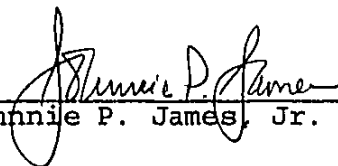
ARTICLE VIII - DATE OF EXISTENCE

This Corporation shall exist perpetually, commencing on the date of execution of these Articles of Incorporation.

ARTICLE IX - INDEMNIFICATION

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

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Orlando, Florida, this 6th day of March, 1997.



Johnnie P. James, Jr.

Having been named as registered agent for the above mentioned Corporation, at the place designated in the foregoing Articles of Incorporation, I hereby accept such designation and agree to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my

duties as registered agent. I am familiar with, and accept the duties and obligations of, Section 607.0505 of the Florida Statutes.

Signature: Johnnie P. James, Jr.
Johnnie P. James, Jr.

Date: March 6, 1997

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FILED
97 MAR -7 AM 9:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA