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LAWRENCE W. CARROLL, JR., P. A.

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ALTAMONTE SPRINGS, FLORIDA 32701

LAWRENCE W. CARROLL, JR.

WILLS AND ESTATES

CORPORATE & BUSINESS LAW

REAL PROPERTY LAW

TELEPHONE (407) 260-5588

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June 5, 1997

Secretary of State
Bureau of Corporate Records
Post Office Box 6327
Tallahassee, Florida 32314

Re: Furton Marketing, Inc.

500002205695--1
-06/09/97--01073--017
*****122.50 *****122.50

Gentlemen:

Enclosed you will find an original and one copy of the Articles of Incorporation for the above new corporation, together with our check in the amount of \$122.50 covering the following:

Filing Fee	\$35.00
Certified Copy	52.50
Resident Agent Certificate	35.00

Please return the Certified copy to this office for further processing.

Sincerely,

LAWRENCE W. CARROLL, JR., P.A.

By: L. W. Carroll, Jr.

LWCjr:al

FILED
SECRETARY OF STATE
BUREAU OF CORPORATE RECORDS
97 JUN - 9 11:13

af 6/10/97

ARTICLES OF INCORPORATION
OF
FURTON MARKETING, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN - 2 11:13

The undersigned, acting as incorporators of a corporation under the Florida Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

FIRST

The name of this corporation is FURTON MARKETING, INC.

SECOND

The period of duration of the corporation is perpetual.

THIRD

The purpose or purposes for which the corporation is organized are to act as a food broker, to engage in any activity or business permitted under the laws of the United States and of this state, and to do everything necessary, proper, advisable, or convenient for the accomplishment of said purposes, and to do all other things incidental to them or connected with them that are not forbidden by the Florida corporate laws or by other law, or by these articles of incorporation, and to carry out the said purposes in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that these purposes are not forbidden by the law of the state, territory, district, or possession of the United States, or by the foreign country.

FOURTH:

Authorized Shares

Number. The aggregate number of shares of stock that the

corporation shall have the authority to issue is One Thousand shares (1,000), of capital stock at a value of One Dollar (\$1.00) per share.

Initial issue. Five Hundred (500) shares of the Capital Stock of the corporation shall be issued for cash/^{or property} at a value of One Dollar (\$1.00) per share.

Stated Capital. The sum of the value of all shares of Capital Stock of the corporation that have been issued shall be stated capital of the corporation at any particular time.

No Classes of Stock. The shares of the corporation are not to be divided into classes.

No Shares in Series. The corporation is not authorized to issue shares in series.

FIFTH

The initial street address in Florida of the initial registered office of the corporation is 846 Weatherly Court, Longwood, Florida 32750, and the name of the initial registered agent at such address is ROBERT F. FURTON.

SIXTH

The initial Board of Directors shall consist of not less than two (2) and not more than five (5) members, who need not be residents of the State of Florida or shareholders of the corporation

SEVENTH

The names and addresses of the persons who shall serve as Directors until the first annual meeting of shareholders, or until their successors shall have been elected and qualified are as

follows:

<u>Name</u>	<u>Address</u>
ROBERT F. FURTON	846 Weatherly Court Longwood, Florida 32750
EILEEN M. FURTON	846 Weatherly Court Longwood, Florida 32750

EIGHTH

The names and addresses of the initial incorporators are as follows:

<u>Name</u>	<u>Post Office Address</u>
ROBERT M. FURTON	846 Weatherly Court Longwood, Florida 32750
EILEEN M. FURTON	846 Weatherly Court Longwood, Florida 32750

NINTH

An affirmative vote of all of the shares of the corporation shall be required for any shareholder action.

TENTH

The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a Stockholder's meeting, with not less than a unanimous vote of the common stock.

ELEVENTH

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of this corporation as may be issued for money from time to time, in addition to that stock authorized and issued by

the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder to all shares of common stock currently authorized and issued.

TWELFTH

The address of the principal office is 846 Weatherly Court, Longwood, Florida 32750.

IN WITNESS WHEREOF, THE UNDERSIGNED have made and subscribed of these Articles of Incorporation at Altamonte Springs, Florida, on the 5th day of June, 1997.

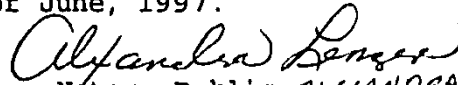
 (SEAL)
ROBERT F. FURTON

 (SEAL)
EILEEN M. FURTON

STATE OF FLORIDA
COUNTY OF SEMINOLE

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared ROBERT F. FURTON and EILEEN M. FURTON, who provided Driver's licenses as identification, and who has sworn to be the persons described in and who executed the foregoing Articles of Incorporation as subscribers to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above, this the 5th day of June, 1997.


Notary Public ALEXANDRA LENZEN
My Commission Expires:



ALEXANDRA LENZEN
MY COMMISSION # CC359854 EXPIRES
April 23, 1998
BONDED THROUGH TROY FARM INSURANCE, INC.

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 JUN -2 11:43

Pursuant to the provisions of Sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/Registered Agent, in the State of Florida.

1. The name of the Corporation is: FURTON MARKETING, INC.
2. The name and address of the Registered Agent and office is: ROBERT F. FURTON, 846 Weatherly Court, Longwood, Florida 32750.

Having been named as Registered Agent and to accept service of process for the above stated corporation, at the place designated in this Certificate I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all Statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as Registered Agent.

 (SEAL)
ROBERT F. FURTON, Registered Agent

Date 6/5/97