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**JOSEPH L. BOLES, JR.**

Attorney at Law

FILED

120 Charlotte Street  
St. Augustine, Florida 32084

97 SEP -8 PM 1:42 Voice: (904) 824-4278  
Telefax: (904) 826-0937

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

September 4, 1997

Corporate Records Bureau  
Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, Florida 32031

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-09/08/97--01133--010  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

RE: St. Augustine Fruit & Gift, Inc.

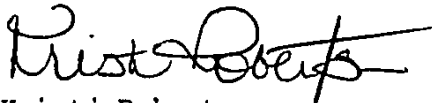
Dear Sir/Madam:

Please find enclosed the original and one (1) copy of the Articles of Incorporation for the above-named proposed Florida corporation. Additionally, please find enclosed our firm's check in the amount of \$70.00 representing payment of same.

Please file the enclosed Articles of Incorporation and return a copy to our office in the enclosed self-addressed stamped envelope.

Thank you for your courtesies in this matter.

Sincerely,



Kristi Robertson  
Assistant to Mr. Boles

/kwr  
enclosures  
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ARTICLES OF INCORPORATION  
OF  
ST. AUGUSTINE FRUIT & GIFT, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of this corporation is ST. AUGUSTINE FRUIT & GIFT, INC.

ARTICLE II

The principal place of business and mailing address of this corporation is 61 San Marco Avenue, St. Augustine, FL 32084.

ARTICLE III

The initial number of shares which this corporation is authorized to have outstanding at any time is 600 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV

The initial registered office of this corporation shall be 120 Charlotte Street, St. Augustine, FL 32084, and the initial registered agent of the corporation at such shall be JOSEPH L. BOLES, JR., who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes, as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE V

The corporation is to exist perpetually. The corporation shall be able to engage in any and all businesses that are in accordance with any and all State and/or Federal laws


ARTICLE VI

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

JOSEPH L. BOLES, JR.

120 CHARLOTTE STREET  
ST. AUGUSTINE, FL 32084

The undersigned has executed these Articles of Incorporation this 3 day of SEPTEMBER, 1997.




**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

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Pursuant to the provisions of Section 607.05-1, 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:  
ST. AUGUSTINE FRUIT & GIFT, INC.
2. The name and address of the registered agent and office is:  
JOSEPH L. BOLES, JR.  
120 Charlotte Street  
St. Augustine, FL 32084

  
JOSEPH L. BOLES, JR.  
TITLE: PRESIDENT

Date: September 3, 1997

**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for St. Augustine Fruit & Gift, Inc., at the place designated in the Articles of Incorporation, JOSEPH L. BOLES, JR. agrees to comply with the provisions of Section 48.091, relative to keeping open such office.

  
JOSEPH L. BOLES, JR.

Date: September 3, 1997

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