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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 11 AM 10:28

September 10, 1997

Secretary of State
State of Florida
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-09/11/97--01046--006
***122.50 ***122.50

RE: Dominican Agricultural Land Holdings, Inc.

Gentlemen:

Enclosed are the Articles of Incorporation, with the Resident Agent form attached thereto, along with the required filing fee in the amount of \$122.50 with payment being made by our check number 1084.

Please file the enclosed and return to the undersigned at the following address:

Eutro Group Holding, Inc.
1070 E. Indiantown Road, #208
Jupiter, FL 33477

Very truly yours,



Donna Grooms,
Comptroller

DG:dr
Enclosures

EUTRO GROUP HOLDING, INC. • 1070 E. INDIANTOWN ROAD, SUITE 208 • JUPITER, FL 33477 • 561-575-3520 • FAX 561-575-0953

9/11/97

ARTICLES OF INCORPORATION
OF

DOMINICAN AGRICULTURAL LAND HOLDINGS, INC.

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The undersigned hereby make, subscribe, acknowledge and file these Articles for the purpose of becoming a corporation under the laws of the State of Florida.

1. The Name of this corporation shall be:

DOMINICAN AGRICULTURAL LAND HOLDINGS, INC.

2. The corporation is to have perpetual existence.

3. The corporation shall be authorized to engage in any business activity permitted under the laws of the State of Florida and the United States of America.

4. The maximum number of shares which the corporation shall have the authority to issue shall be FIFTY MILLION (50,000,000) all of which shall be common stock without par value.

5. The principal office of the corporation shall be located at: 4243 Northlake Blvd., Suite B, Palm Beach Gardens FL 33410.

6. Pursuant to Chapter 48.091, Florida Statutes, the following named person is designated as resident agent for this corporation to accept service of process within the State of Florida:

Alfred S. DeMott III
4243 Northlake Blvd., Suite B
Palm Beach Gardens, FL 33410

7. The name and address of the incorporator is:

Alfred S. DeMott III
4243 Northlake Blvd., Suite B
Palm Beach Gardens, FL 33410

said incorporator is over the age of twenty-one (21); is sui juris, and a citizen of the United States of America.

8. One (1) director shall constitute the initial board of directors of the corporation, but the By-Laws may provide for such increase or decrease in number as authorized by law.

9. The name and address of the member of the initial board of directors is:

Alfred S. DeMott III
4243 Northlake Blvd., Suite B
Palm Beach Gardens, Fl 33410

10. Nothing in these Articles of Incorporation shall be taken to limit the power of this corporation.

IN WITNESS WHEREOF, the undersigned has made and subscribed these articles of incorporation this 4th day of September, 1997

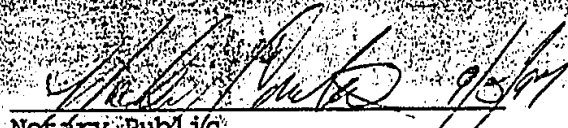


Under My Name and Seal.
Alfred S. DeMott III

STATE OF FLORIDA
COUNTY OF PALM BEACH

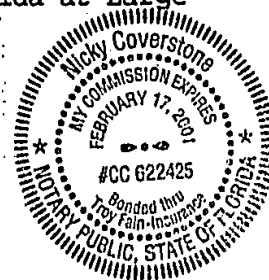
Before me the undersigned notary personally appeared Alfred S. DeMott III, who is to me well known to be the person described in and who subscribed the above and foregoing Articles of Incorporation of Dominican Agricultural Land Holdings, Inc. and who freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes set forth therein.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal in the above named county and state this 4th day of September, 1997.



Notary Public
State of Florida at Large

My commission expires:



STATE OF FLORIDA
DEPARTMENT OF STATE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Certificate designating place of business or domicile for the service of process within this state, naming agent upon whom process may be served and names and addresses of the officers and directors.

The following is submitted, in compliance with Chapter 48.091, Florida Statutes:

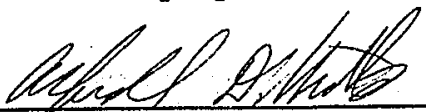
DOMINICAN AGRICULTURAL LAND HOLDINGS, INC., a corporation organized or organizing under the laws of the State of Florida, with its principal office at 4243 Northlake Blvd., Suite B, Palm Beach Gardens FL 33410, appoints: Alfred S. DeMott III as its agent to accept service of process within this state.

At this time of filing no officer has been elected for the corporation.

The director of the corporation is: Alfred S. DeMott III, 4243 Northlake Blvd., Suite B, Palm Beach Gardens FL 33410.

ACCEPTANCE:

I, Alfred S. DeMott III, agree as resident agent to accept Service of Process; to keep the office open during prescribed hours and to post my name as authorized to accept process in some conspicuous place in the office.


Alfred S. DeMott III

STATE OF FLORIDA
COUNTY OF PALM BEACH

Before me, the undersigned notary, did appear Alfred S. DeMott III, well known to me as the person who subscribed the above acceptance as registered agent for DOMINICAN AGRICULTURAL LAND HOLDINGS, INC.

IN WITNESS WHEREOF, I have set my hand and seal this the 4th day of September, 1997.


Notary Public

My Commission Expires:

