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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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November 19, 1997

ATTENTION: NEW FILINGS
Division of Corporations
Department of State, Florida
P.O. Box 6327
Tallahassee, FL 32314

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-11/21/97--01044--008
*****70.00 *****70.00

Dear Sirs,

Attached please find two originals of the Articles of Incorporation for Van Rees Organic Farms, Inc. Please note that Mr. Van Rees has signed both in his capacity as incorporator and as registered agent. I have also enclosed a check for \$70.00 for filing fees. Please return one set of Articles to the address listed above. My Florida Bar Number is 435902.

Sincerely,



Henry A. Lowenstein
Attorney in Fact
Van Rees Organic Farms

RP
11-24-97

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ARTICLES OF INCORPORATION
OF
VAN REES ORGANIC FARMS, INC.

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such Corporation:

1. Name. The name of this corporation shall be Van Rees Organic Farms, Inc.
2. Duration. This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.
3. Purpose. The purpose is to operate a for profit corporation to establish and conduct business as an agricultural farm, including other farming related businesses and to engage in any other activities or business permitted under the laws of the United States and Florida.
4. Capital Stock. The aggregate number of shares which this corporation shall have authority to issue is the total sum of one hundred (100) shares, having an

individual par value of one (1) dollar. Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

5. Initial Registered Office and Agent. The name and address of the initial registered agent (whose signature below as incorporator shall also serve as acceptance of this position) and principal office of this corporation is as follows:

Kirk S. Van Rees
12085 NW 2nd Avenue
North Miami, FL 33168

6. Initial Board of Directors. This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be fewer than one.

The name and address of the initial director of this corporation is:

Kirk S. Van Rees
12085 NW 2nd Avenue
North Miami, FL 33168

7. Incorporator. The name and address of the Incorporator signing these Articles of Incorporation is:

Kirk S. Van Rees
12085 NW 2nd Avenue
North Miami, FL 33168

8. Amendment of Articles. This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

9. Pre-emptive Rights. Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares held at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares pre-empted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his pre-emptive rights. This right may also be waived by affirmative written waiver submitted by the

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shareholder to the corporation within thirty (30) days of receipt of notice from
the corporation. 87 NOV 24 PM 2:29

IN WITNESS WHEREOF, the undersigned Incorporator and Registered Agent has executed these Articles of Incorporation, and in so doing acknowledges his acceptance of the duties and responsibilities of serving as Registered Agent of this corporation on this 18 day of November, 1997.

Kirk S. Van Rees
Kirk S. Van Rees
Incorporator & Registered Agent

STATE OF FLORIDA)
)SS
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared Kirk S. Van Rees, to me known to be the person who executed the foregoing Articles of Incorporation, and has acknowledged to and before me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this
18 day of November, 1997.

Notary Public:

Marsha Wiener

V562-517-66-346-0
9/26/2000

Seal:

