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Hal A. Airth
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December 2, 1997

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

100002365841--1
-12/08/97--01119--004
****122.50 ****122.50

Re: McCray Farms, Inc.

Dear Sir:


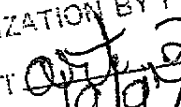

Please find enclosed the original and one copy of the Articles of Incorporation for the above-named corporation.

My office account check #663864 for \$122.50 for the filing fee is also enclosed.

Very truly yours,


Hal A. Airth

Encl.

 GAVE
AUTHORIZATION BY PHONE TO
CORRECT 
DATE 12/9/97
DOC. EXAM 

FILED
97 DEC -8 PM 2:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12/9/97-TM

ARTICLES OF INCORPORATION
OF
McCRAy FARMS, INC.

ARTICLE I

The name of this corporation is **McCRAy FARMS, INC.**

ARTICLE II

The corporation is to exist perpetually, commencing on the date of filing with the Secretary of State's office.

ARTICLE III

This corporation is organized for the purpose of **DAIRY FARMING.**

ARTICLE IV

This corporation is authorized to issue Two Thousand (2,000) shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE V

The amount of capital with which this corporation will begin business is Two Thousand Dollars (\$2,000.00).

ARTICLE VI

The street address of the principal office of this corporation is Route 3, Box 273, Mayo, Florida 32066.

ARTICLE VII

The name and street address of the initial Registered Agent of this corporation is **HAROLD L. McCRAY**, Route 3, Box 273, Mayo, Florida 32066.

ARTICLE VIII

This corporation shall have two (2) directors initially. The number of directors may be increased or decreased from time to time by the bylaws but shall never be less than two (2). The names and addresses of the initial directors of this corporation are:

Name	Address
HAROLD L. McCRAY	Route 3, Box 273 Mayo, Florida 32066

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TALLAHASSEE, FLORIDA

FAYE P. HOLMES

Route 3, Box 273
Mayo, Florida 32066

WHEREFORE, Plaintiff requests that Defendants be ordered to specifically perform the contract of sale by executing a good and sufficient Warranty Deed to the property described in the contract on payment by the Plaintiff in the amount of \$40,000.00, together with the costs of suit, and such other relief as the court may deem just and proper.

ARTICLE IX

The name and address of the incorporator signing these articles is:

FAYE P. HOLMES

Route 3, Box 273, Mayo, Florida 32066

ARTICLE X

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all directors and all stockholders sign a written statment manifesting their intention that a certain amendment of these Articles of Incorporation be made.

Faye P. Holmes
FAYE P. HOLMES

STATE OF FLORIDA
COUNTY OF SUWANNEE

I HEREBY CERTIFY that on this day, before me, a notary prblic duly authorized in the State and County named above to take acknowledgments, personally appeared **FAYE P. HOLMES**, to me known to be the person described as subscribed in and who executed the foregoing Articles of Incorporation, and acknowledged before me that she subscribed to those Articles of Incorporation.

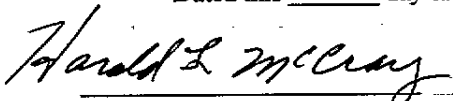
Witness my hand and official seal in the State and County last aforesaid this ____ day of November, 1997.

Hal A. Airth, Notary Public

ACCEPTANCE

The undersigned, **HAROLD L. McCRAY**, is the person named above and designated as registered agent of said corporation; the undersigned is a resident of Lafayette County, Florida, and maintains an office at Route 3, Box 273, Mayo, Florida 32066. The mailing address of the undersigned is Route 3, Box 273, Mayo, Florida 32066. The undersigned hereby accepts the above designation and appointment as registered agent for said corporation.

Dated this _____ day of November, 1997.


HAROLD L. McCRAY

STATE OF FLORIDA
COUNTY OF SUWANNEE

Sworn to and subscribed before by **HAROLD L. McCRAY**, this _____ day of November, 1997...

Hal A. Airth, Notary Public

My commission expires:

FILED
97 DEC -8 PM 2:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA