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FILED
98 FEB -9 AM 9:32

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

January 5, 1998

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-01/16/98--01074--009
****122.50 ****122.50

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

Gentlemen:

Enclosed herewith please find a check in the amount of
\$122.50 representing fees for filing a profit corporation,
to wit:

STRAWBERRY PATCH BY C & C INC.

Please send the completed document of incorporation to:

Strawberry Patch by C & C Inc.
665 S. Lakeshore
Lake Alfred, Florida 33850-3331

Sincerely,

Charlotte Newton

Charlotte Newton
Registered Agent

enclosure

W98-1245
P. Hall
JAN 20 1998
2/9/98



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 29, 1998

CHARLOTTE NEWTON
655 S LAKESHORE *Way*
LAKE ALFRED, FL 33850-3331

SUBJECT: STRAWBERRY PATCH BY C & C INC.
Ref. Number: W98000001245

We have received your document for STRAWBERRY PATCH BY C & C INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

- * The registered agent and street address must be consistent wherever it appears in your document.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6915.

→ Pamela Hall
Document Specialist

Letter Number: 898A00002860

* *Corrected as requested - 2/6/98*

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ARTICLES OF INCORPORATION
OF
STRAWBERRY PATCH BY C & C

98 FEB -9 AM 9:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation is STRAWBERRY PATCH BY C & C INC.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any and all business permitted under the laws of the State of Florida and the United States of America.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue One Hundred (100) shares at \$1.00 par value common stock.

ARTICLE IV - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V - OFFICERS DIRECTORS

The business and affairs of this corporation shall be managed and shall be under the direction of the officers and directors of this corporation. The officers and directors may take action by written consent without a meeting as provided by law and may participate in meetings by means of conference as provided by law. The names of the initial officers and directors of this corporation are CHARLOTTE NEWTON, 6300 Kuder Road, Haines City, Florida and CYNTHIA BAKER, 140 West Davis, Lake Alfred, Florida.

ARTICLE VI - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors of this corporation.

ARTICLE VII - INITIAL REGISTERED AGENT

The name of the initial Registered Agent of this corporation is Charlotte Newton, 655 South Lakeshore Way, Lake Alfred, Florida 33850-3331.

ARTICLE VIII - INDEMNIFICATION

This corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX - CORPORATE ADDRESS

The initial address in the State of the principal office of the corporation shall be:

655 South Lakeshore Way, Lake Alfred, Florida 33850-3331

The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE X - AMENDMENT

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

ARTICLE XI - SUB-CHAPTER S CORPORATION

This corporation may elect to be treated as a Sub-Chapter S Corporation as defined by the Internal Revenue Code.

ARTICLE XII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is CHARLOTTE NEWTON, 6300 Kuder Road, Haines City, Florida 33844.

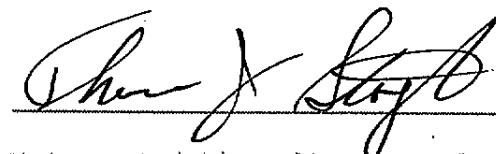
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 5th day of January 1998.


Charlotte Newton

STATE OF FLORIDA)
)
COUNTY OF POLK)

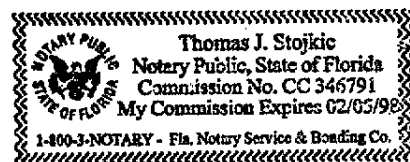
BEFORE ME, a Notary Public authorized to take acknowledgements, in the State and County aforesaid, personally appeared CHARLOTTE NEWTON known to me and by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid this 5th day of January 1998.



Notary Public, State of Florida
at Large

My Commission Expires:



CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE

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98 FEB -9 AM 9:33

Pursuant to the provisions of Section 607.325 of the Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designation registered agent/registered office, in the State of Florida.

1. The name of the Corporation is:

STRAWBERRY PATCH BY C & C INC.

2. The name and address of the registered agent of office is:

Charlotte Newton
665 S. Lakeshore way
Lake Alfred, Florida 33850-3331

Charlotte Newton

Signature of Corporate Officer

President

Title

1-6-98

Date

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325 of the Florida Statutes.

Charlotte Newton

Signature of Registered Agent

1-6-98

Date