

P98000013247

Dennis R. Haber, P.A.

Requestor's Name

1450 Madruga Ave Ste 305

Address

Coral Gables, FL 33146

City/State/Zip

Phone #

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Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Consolidated Farms, Inc. (Corporation Name) (Document #)

2. (Corporation Name) (Document #)

3. (Corporation Name) (Document #)

4. (Corporation Name) (Document #)

- Walk in, Pick up time, Certified Copy, Mail out, Will wait, Photocopy, Certificate of State

Table with 2 columns: NEW FILINGS, Profit, NonProfit, Limited Liability, Domestication, Other

Table with 2 columns: AMENDMENTS, Amendment, Resignation of R.A., Officer/ Director, Change of Registered Agent, Dissolution/Withdrawal, Merger

Table with 2 columns: OTHER FILINGS, Annual Report, Fictitious Name, Name Reservation

Table with 2 columns: REGISTRATION/ QUALIFICATION, Foreign, Limited Partnership, Reinstatement, Trademark, Other

SECRETARY OF STATE TALLAHASSEE, FLORIDA 98 FEB -9 PM 1:17

FILED

Dme 2-10-98

Examiner's Initials

**ARTICLES OF INCORPORATION
FOR
CONSOLIDATED FARMS, INC.**

FILED
98 FEB -9 PH 1:17

SECRETARY OF STATE
TALLAHASSEE
FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby organizes and incorporates a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation is **CONSOLIDATED FARMS, INC.**

ARTICLE II. NATURE OF BUSINESS

This corporation may engage in the transaction of any and all lawful business permitted under the laws of the United States and the Florida General Corporation Act.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 20,000,000 shares of common stock having a nominal par value of .001 per share.

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation will begin business shall not be less than the minimum amount required under the applicable Florida Statutes.

ARTICLE V. BEGINNING OF CORPORATE EXISTENCE

The date when the corporate existence of this corporation shall begin business shall be the time of the filing of these Articles of Incorporation by the Department of State.

ARTICLE VI. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII. INITIAL REGISTERED OFFICE AND AGENT

The address of the initial principal office of this corporation in the State of Florida is 6901 N.W. 41st Street, Miami, Florida, 33166. The Board of Directors may, from time to time, move the principal office to any other address.

The name of the initial Registered Agent of this corporation is Dennis R. Haber P.A. 1450 Madruga Ave suite 305 Coral Gables Fl. 33146

ARTICLE VIII. DIRECTORS

This corporation shall have two (2) Directors initially. The number of Directors may be increased or diminished, from time to time, by the By-laws adopted by the stockholders, but there shall always be at least two (2) Director.

To the extent permitted by law, the corporation shall indemnify and hold harmless each person serving

as a Director or Officer of the corporation and each person who serves, at the request of the corporation, as a Director or Officer of any other corporation from and against any and all claims and liabilities to which such person shall become subject by reason of his being a Director or Officer of the corporation, or by reason of any action alleged to have been taken or omitted by him as a Director or Officer. The corporation shall reimburse each such persons for all costs, legal and other expenses reasonably incurred by him in connection with any claim or liability as to which it shall adjudged that such Officer or Director is liable to the extent permitted by law.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything herein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically provided for herein.

No contract or other transaction between this corporation and any other firm or corporation and no act of this corporation shall in anyway be affected or invalidated by the fact that any of the Directors of the corporation are pecuniarily or otherwise interested in or are Directors or Officers of such other firm or corporation, provided that the fact that he is so interested shall be disclosed or shall be known to the Board of Directors of the corporation of such member thereof as shall be present at any meeting of the Board at which action upon such contract or transaction shall be taken; and any Director of the corporation who is also a Director or Officer of such other corporation or is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transactions, with the like force and effect as if he were not a Director or Officer of such other corporation or not so interested.

ARTICLE IX. INITIAL OFFICERS AND DIRECTORS

The names and post office address of the initial Director and Officer of the corporation is:

Mr. Timothy J. Ryan
President/Director/Sec/Treas

6901 N.W. 41st Street
Miami, Fl. 33166

Mr. Jesus Rodriguez,
Vice-President

6901 N.W. 41st Street
Miami, Fl. 33166

ARTICLE X. SUBSCRIBER


The name and post office address of the Subscriber to these Articles of Incorporation is Mr. Timothy Ryan
6901 N.W. 41st Street, Miami, Florida, 33166.

ARTICLE XI. AMENDMENTS

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 the stockholders meeting by a majority of the stockholders entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned has set his hand and seal and has acknowledge and filed in the Office of the Secretary of the State of Florida as Subscriber of Consolidated Farms, Inc., this 6 day of February, 1998


Mr. Timothy J. Ryan,
Corporate-Subscriber

**STATE OF FLORIDA
COUNTY OF DADE**

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in this state of and county above named to take acknowledgments, personally appeared Mr. Timothy J. Ryan, to me known to be the person described as Subscriber in and who executed the foregoing Articles of Incorporation for Consolidated Farms, Inc. to those Articles of Incorporation.

Witness my hand and official seal at Miami, Dade County, Florida this 6 day of February, 1998



Dennis R. Haber
MY COMMISSION # CC654480 EXPIRES
July 21, 2001
BONDED THRU TROY FAIN INSURANCE, INC.


NOTARY PUBLIC, State of Florida
My commission expires:

DEPARTMENT OF STATE

Certificate designating place of business or domicile for the service of process within this state naming the agent upon which process may be served and the names and addresses of the officers and directors.

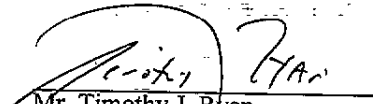
The following is submitted in compliance with Chapter 48.091 of the Florida Statutes. Consolidated Farms, Inc. is a corporation organized (or organizing) under the laws of the State of Florida with its principal office located at 6901 N.W. 41st Street, Miami, Fl. 33166, has named Mr. Timothy J. Ryan as its agent to accept service of process within this state.

OFFICERS AND DIRECTORS:

Mr. Timothy J. Ryan
Mr. Jesus Rodriguez

SPECIFIC ADDRESS:

6901 N.W. 41st Street
Miami, FL 33166


Mr. Timothy J. Ryan,
Corporate Subscriber

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE:

I agree as Resident Agent of **Consolidated Farms, Inc.** to accept Service of Process, to keep the office open during prescribed hours, to post my name (and names of the other officers of said corporation authorized to accept Service of Process, at the above Florida designated address) in some conspicuous place in the office as required by law.

Dennis R. Haber P.A.
1450 Madruga Ave Suite 305
Coral Gables FL 33146

By: 
Dennis R. Haber