

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

FILED  
CLERK OF STATE  
DIVISION OF CORPORATIONS

98 APR 10 AM 11:10

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Florida River Citrus, Inc.

Art of Inc. File

LTD Partnership File

Foreign Corp. File

L.C. File

Fictitious Name File

Trade/Service Mark

Merger File

Art. of Amend. File

RA Resignation

Dissolution / Withdrawal

Annual Report / Reinstatement

☒ Cert. Copy

Photo Copy

Certificate of Good Standing

Certificate of Status

Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

Driving Record

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

Courier

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

98 APR 10 AM 9:43  
DIVISION OF CORPORATIONS

RP  
04-10-98

**ARTICLES OF INCORPORATION**  
**OF**  
**FLORIDA RIVER CITRUS, INC.**

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

1. NAME. The name of this corporation is: FLORIDA RIVER CITRUS, INC.
2. DURATION. The period of its duration is: Perpetual.
3. PURPOSE. The Corporation is being organized for the transaction of any and all lawful business permitted under the Florida General Corporation Act and the Laws of the United States.
4. CAPITAL STOCK.

a. The aggregate number of shares of capital stock authorized to be issued by this corporation is 200,000 shares, of which 100,000 shares shall be Class A common stock having a par value of .01 per share and 100,000 shares shall be Class B common stock having a par value of .01 per share. There shall be no distinction between the two classes, except that the holders of the Class A common stock shall have no voting power for any purpose whatsoever and the holders of Class B common stock shall, to the exclusion of the holders of Class A common stock, have full voting power for all purposes. Each share of Class B common stock shall entitle the holder thereof to one vote at every annual or special meeting of the stockholders of this corporation. The consideration for the issuance of said shares of capital stock may be paid, in whole or in part, in cash, in promissory notes, in other property (tangible or intangible), in labor or services actually performed for this corporation, in promises to perform services in the future evidenced by a written contract, or in other benefits to this corporation at a fair valuation to be fixed by the Board of Directors. All of said stock

shall be issued as fully paid and non-assessable.

b. In the election of directors of this Corporation, there shall be no cumulative voting of the stock entitled to vote at such election.

5. INITIAL REGISTERED OFFICE AND AGENT. The name of the initial registered agent and the address of this Corporation are as follows:

RALPH J. LINDSEY  
7300 - 4<sup>th</sup> Street  
Vero Beach, FL 32968

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 By-Laws of the corporation in the manner provided by law, but shall never be less than one (1).

The names and addresses of the initial directors of this corporation are:

RALPH J. LINDSEY  
P.O. Box 6280  
Vero Beach, FL 32961

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

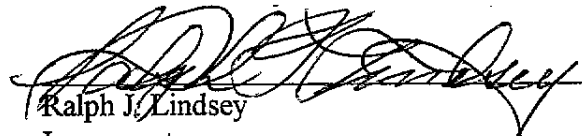
RALPH J. LINDSEY  
P.O. Box 6280  
Vero Beach, FL 32961

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.

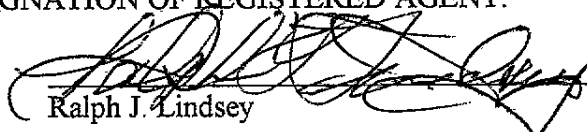
9. PRE-EMPTIVE RIGHTS. Each shareholder of this Corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this

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 he or she holds 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 preempted 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 said shareholder to exercise said shareholders pre-emptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the Corporation within thirty (30) days of receipt of a notice from the Corporation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 9th day of April, 1998.

  
Ralph J. Lindsey  
Incorporator

I HEREBY ACCEPT THE DESIGNATION OF REGISTERED AGENT.

  
Ralph J. Lindsey

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DIVISION OF CORPORATIONS

STATE OF FLORIDA  
COUNTY OF INDIAN RIVER

BEFORE ME, the undersigned authority, personally appeared RALPH J. LINDSEY, individually and as registered agent, to me known to be the person who executed the foregoing Articles of Incorporation, ~~of which provided~~ n/a /as/ ~~identification~~ and executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 9th day of  
April, 1998.

*Eric C. Barkett*

Notary Public, State of Florida

At Large. My Commission Expires:

(NOTARY SEAL)



ERIC C BARKETT  
My Commission CC394215  
Expires Jul. 20, 1998  
Bonded by ANB  
800-852-5878