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April 2, 1998

• ESTATE PLANNING

• WILLS • TRUST • PROBATE

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• SPANISH SPOKEN - SE HABLA ESPANOL

Department of State
Division of Corporations
Carlton Building, Room 104
5050 West Tennessee Street
Tallahassee, Florida 32399-0100

400002484994-1
-04/10/98-01058-012
****122.50 ****122.50

RE: Articles of Incorporation
Top Flora, Inc.

Dear Sir or Madame:

Enclosed please find the following:

1. Articles of Incorporation for Top Flora, Inc., together with a duplicate copy for certification.
2. Check in the amount of \$122.50 to cover the following costs:

Filing fee	\$35.00
Registered Agent fee	35.00
Certified copy	<u>52.50</u>
Total	<u>\$122.50</u>

Please return the certified copy of Articles of Incorporation in the enclosed envelope provided for your convenience. If you have any questions or require anything further please do not hesitate to contact our office. Thank you for your assistance in this matter.

DOROTHY
MR. GRAVES ASSISTANCE GAVE
AUTHORIZATION BY PHONE TO
CORRECT R.A. ARTICLE VI
DATE 4-13-98
DOC. EXAM. JN

Sincerely yours,

J. Steven Graves

JSG:ddh
Enclosures

cc: Mr. William Brown

98 APR 10 AM 11:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JN 4-13-98

**ARTICLES OF INCORPORATION
OF
TOP FLORA, INC.**

FILED
98 APR 10 AM 11:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is TOP FLORA, INC.. The principal place of business of this corporation shall be 17310 SW 95th Avenue, Post Office Box 1034, Archer, Florida, 32618.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may hereafter be amended.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 500 shares of One Cent (\$.01) par value common stock which shall be designated as "Common Shares."

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro rata

share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 17310 SW 95th Avenue, Archer, Florida, 32618, and the name of the initial registered agent of this corporation at that address is William K. Brown. — The principal office and its mailing address are the same as for the registered agent.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have Four (4) Directors constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws; however, there shall never be less than one Director.

The name and address of the initial Board of Directors of the corporation is:

<u>NAME</u>	<u>ADDRESS</u>
WILLIAM KENNETH BROWN	17310 SW 95th Avenue Archer, Florida 32618
GLADYS WALSH BROWN	17310 SW 95th Avenue Archer, Florida 32618
ARMANDO ENRIQUE DESIRELLO	17302 SW 95th Avenue Archer, Florida 32618
JACQUELINE NORA BROWN DESIRELLO	17302 SW 95th Avenue Archer, Florida 32618

ARTICLE VIII - INCORPORATOR

The name and address of the Incorporator signing these

Articles is:

<u>NAME</u>	<u>ADDRESS</u>
WILLIAM KENNETH BROWN	17310 SW 95th Avenue Archer, Florida 32618

ARTICLE IX - INDEMNIFICATION

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

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 1 day of April, 1998.



WILLIAM KENNETH BROWN, Incorporator

STATE OF FLORIDA

COUNTY OF ALACHUA

BEFORE ME, a Notary Public authorized to take acknowledgments

in the State and County set forth above, personally appeared WILLIAM KENNETH BROWN, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 1 day of April, 1998.

[Seal]



Dorothy D. Haworth
Notary Public-State of Florida
Commission Expires: _____
Commission Number: _____

ACCEPTANCE

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.

Dated this 1 day of April, 1998.

W. Brown
WILLIAM KENNETH BROWN
Registered Agent

FILED
98 APR 10 PM 2:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA