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NORD L. JOHNSON, P.A.  
ATTORNEY AT LAW  
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DELAND, FLORIDA 32724

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NORD L. JOHNSON

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
TELEPHONE (904) 738-3411  
FACSIMILE (904) 738-3274

April 24, 1998

Florida Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

Via: FEDERAL EXPRESS  
Airbill # 4383800234

Re: K-T FARMS, INC.  
Articles of Incorporation

000002501620--5  
-04/27/98--01103--017  
\*\*\*122.50 \*\*\*122.50

Gentlemen:

Please find enclosed the original plus one copy of Articles of Incorporation for the above-referenced corporation, together with my firm's check in the amount of \$122.50, to cover costs as follows:

Filing fee	35.00
Certified copy of Articles	52.50
Designation of Registered Agent	35.00
	\$122.50

Please file these Articles of Incorporation at your earliest convenience and return the certified copy to me in the preaddressed, stamped envelope provided.

Thank you for your assistance.

Very truly yours,

NORD L. JOHNSON, P.A.

By:

Nord L. Johnson, Esq.

P. Hall

APR 29 1998

NLJ/cp  
enclosures

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

K-T FARMS, INC.

THE UNDERSIGNED, for the purpose of forming a corporation under the Florida General Corporation Act hereby adopt the following Articles of Incorporation.

**ARTICLE I - NAME**

The name of this corporation is:

K-T FARMS, INC.

**ARTICLE II - DURATION**

The term of the existence of the corporation is perpetual.

**ARTICLE III - PURPOSE**

This corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

**ARTICLE IV - CAPITAL STOCK**

The total number of shares of stock that this corporation is authorized to have outstanding at any one time is TEN THOUSAND (10,000) shares of common stock, of a single class, having a nominal or par value of TEN CENTS (.10) per share).

#### **ARTICLE V - PREEMPTIVE RIGHT GRANTED**

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

#### **ARTICLE VI - REGISTERED OFFICE**

The address of the principal office and the initial registered office of the corporation is 400 N. State Street, Bunnell, Flagler County, State of Florida, 32110. The initial registered agent at such address is:

SAMMIE D. TRIVETT, Registered Agent

#### **ARTICLE VII**

The business of the corporation and the conduct of its affairs shall be managed by its common shareholders and this provision shall be binding upon all common shareholders and this provision shall be binding upon all common shareholders, its transferees, and assigns, and shall be valid only so long as its shares are not listed on the National Security Exchange or regularly quoted in an over the counter market.

#### **ARTICLE VIII**

The names and street addresses of the initial shareholders of the corporation, all of whom are of full age and citizens of the United States are, as follows:

<u>NAME</u>	<u>STREET ADDRESS</u>
WALTON J. KINNEY, II	County Road 105 North Bunnell, FL 32110
SAMMIE D. TRIVETT	14711 W. Highway 100 Bunnell, FL 32110

#### ARTICLE IX - OFFICERS

The principal officers of this corporation shall be a President, Vice-President, and Secretary-Treasurer. Additional officers and agents may be appointed or elected as provided by the By-Laws. The names, titles and addresses of the first officers of the corporation who shall hold office subject to the provisions of the Articles of Incorporation, the By-Laws of the corporation, and the laws of the State of Florida, for the first year of the corporation's existence, or until their successors are elected or appointed and have qualified are as follows:

<u>NAME</u>	<u>OFFICE</u>
WALTON J. KINNEY, II County Road 105 North Bunnell, FL 32110	President
SAMMIE D. TRIVETT 14711 W. Highway 100 Bunnell, FL 32110	Vice-President
P. JACKSON TRIVETT 11711 W. Highway 100 Bunnell, FL 32110	Secretary-Treasurer

**ARTICLE X**

The names and addresses of each person signing these Articles of Incorporation as a subscriber are as follows:

WALTON J. KINNEY, II

County Road 105 North  
Bunnell, FL 32110

SAMMIE D. TRIVETT

14711 W. Highway 100  
Bunnell, FL 32110

**ARTICLE XI**

Amendment to these Articles of Incorporation may be made in the manner provided by law and approved at a shareholders meeting by a majority of the stock entitled to vote thereon, unless all shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made. —

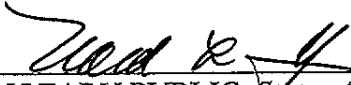
**IN WITNESS WHEREOF**, We, the undersigned subscribers have hereunto set our hands and seals to the above Articles of Incorporation this 15th day of April, 1998, to be effective upon the date of filing.

  
WALTON J. KINNEY, II

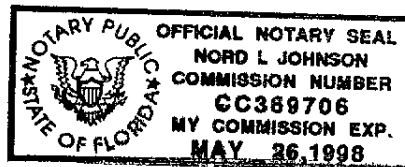
  
SAMMIE D. TRIVETT

STATE OF FLORIDA  
COUNTY OF FLAGLER

The foregoing ARTICLES OF INCORPORATION were acknowledged before me this 15th day of April, 1998, by **WALTON J. KINNEY, II**, who is personally known to me ✓ (or who provided \_\_\_\_\_ as identification) to be the person described as an incorporator in the foregoing Articles of Incorporation and he acknowledged before me that he executed same, and he did not take an oath.

  
NOTARY PUBLIC, State of Florida

**NORD L. JOHNSON**

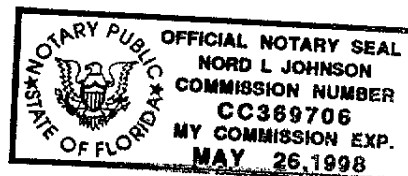


STATE OF FLORIDA  
COUNTY OF FLAGLER

The foregoing ARTICLES OF INCORPORATION were acknowledged before me this 15th day of April, 1998, by **SAMMIE D. TRIVETT**, who is personally known to me ✓ (or who provided \_\_\_\_\_ as identification), to be the person described as an incorporator in the foregoing Articles of Incorporation and he acknowledged before me that he executed same, and he did not take an oath.

  
NOTARY PUBLIC, State of Florida

**NORD L. JOHNSON**



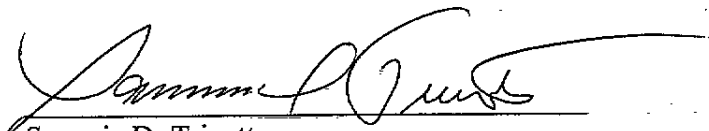
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ACCEPTANCE BY REGISTERED AGENT**

I, SAMMIE D. TRIVETT, the undersigned, do hereby accept the appointment of  
registered agent of **K-T FARMS, INC.** I am familiar with, and accept the obligations of Florida  
Statutes 607.325.

  
Sammie D. Trivett