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May 6, 1998

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-05/08/98-01064-014  
\*\*\*122.50 \*\*\*122.50

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Incorporation of W. R. Ranch Corporation

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation for the above company. Also enclosed is a check payable to the Secretary of State in the amount of \$122.50. After filing, please forward a copy of the Articles of Incorporation to this office in the enclosed self-addressed stamped envelope.

Very truly yours,

*Stanley M. Sacks*  
STANLEY M. SACKS

SMS:dcs  
Enclosures

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAY -8 PM 1:10

D. BROWN MAY 12 1998

ARTICLES OF INCORPORATION  
OF

W. R. RANCH CORPORATION

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAY -8 PM 1:10

THE UNDERSIGNED, acting as incorporators of a corporation under the Florida General Corporation Act, adopt the following articles of incorporation for such corporation:

ARTICLE I

The name of the corporation is: W. R. RANCH CORPORATION

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The purpose is to engage in any activities or business permitted under the laws of the United States and Florida, including, but not limited to, agricultural and environmental endeavors.

ARTICLE IV

The corporation shall have the authority to issue 100 shares of common stock, all of one class, at ONE DOLLAR (\$1.00) par value.

ARTICLE V

The address of the principal place of business of the corporation is 2924 Center Avenue, Ft. Lauderdale, Florida 33308; the initial registered office of the corporation is 2924 Center Avenue, Ft. Lauderdale, Florida 33308; and the name of its registered agent is WILLIAM J. RICCI, 2924 Center Avenue, Ft. Lauderdale, Florida 33308.

ARTICLE VI

The number of directors constituting its initial Board of Directors is TWO (2) whose name and address is:

William J. Ricci  
2924 Center Avenue  
Ft. Lauderdale, Florida 33308

Wendy W. Ricci  
2924 Center Avenue  
Ft. Lauderdale, Florida 33308

ARTICLE VII

The name and address of the incorporators are:

William J. Ricci  
2924 Center Avenue  
Ft. Lauderdale, Florida 33308

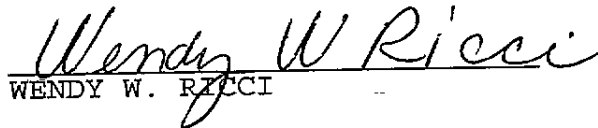
Wendy W. Ricci  
2924 Center Avenue  
Ft. Lauderdale, Florida 33308

ARTICLE VIII

Preemptive rights shall be as follows:

The shareholders shall have preemptive rights to new issues of authorized and newly authorized stock and treasury shares.

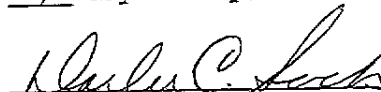
  
WILLIAM J. RICCI

  
WENDY W. RICCI

STATE OF FLORIDA  
COUNTY OF BROWARD

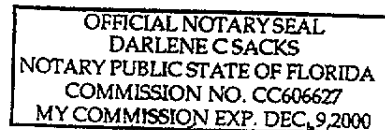
BEFORE ME, the undersigned authority, appeared WILLIAM J. RICCI, who to me is well-known to be the person described in and who subscribed the above articles of incorporation, and he freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Fort Lauderdale, in said County and State this 4 day of May, 1998.

  
NOTARY PUBLIC, State of Florida  
at Large

My Commission Expires

       Knows Affiant Personally ☒ Affiant produced I.D.  
I.D. produced Fl State R200-930-47-287-0



STATE OF FLORIDA  
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, appeared WENDY W. RICCI, who to me is well-known to be the person described in and who subscribed the above articles of incorporation, and she freely and voluntarily acknowledged before me according to law that she made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Fort Lauderdale, in said County and State this 4 day of May, 1998.

  
NOTARY PUBLIC, State of Florida  
at Large

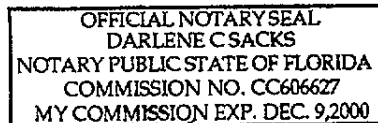
My Commission Expires

         Knows Affiant Personally

☒

Affiant produced I.D.

I.D. produced FL License R200-899-54-562-0



CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAY -8 PM 1:10

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: W. R. RANCH CORPORATION.
2. The name and address of the registered agent and office is:

William J. Ricci  
2924 Center Avenue  
Ft. Lauderdale, Florida 33308

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCES OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

  
WILLIAM J. RICCI

DATE: 5/4/98