

P98000052867



ACCOUNT NO. : 072100000032

REFERENCE : 854164 80989A

AUTHORIZATION

Patricia Pizutto

COST LIMIT : \$ 70.00

ORDER DATE : June 12, 1998

ORDER TIME : 10:45 AM

ORDER NO. : 854164-005

CUSTOMER NO: 80989A

CUSTOMER: Stephen L. Evans, Esq
STEPHEN L. EVANS, ESQ

104 North Thomas Street.

Plant City, FL 33566

400002558314--3

DOMESTIC FILING

NAME: AG-MART SALES, INCORPORATED

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Robert Turner

EXAMINER'S INITIALS:

FILED
98 JUN 12 PM 12:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*Dmc
6/12/98*

RECEIVED
98 JUN 12 AM 11:18
DIVISION OF CORPORATION

**ARTICLES OF INCORPORATION
OF
AG-MART SALES, INCORPORATED**

FILED
98 JUN 12 PM 12:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. CORPORATE NAME.

The name of this corporation is:

Ag-Mart Sales, Incorporated
211 Rayburn Road
Plant City, Florida 33566

ARTICLE II. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 750 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV. TERM OF EXISTENCE.

This Corporation shall have perpetual existence commencing upon filing of these articles.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Stephen L. Evans
104 North Thomas Street
Plant City, Florida 33566

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS.

This Corporation shall have 1 director initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTOR.

The name of the initial director of this Corporation and his street address is:

Stephen L. Evans
104 North Thomas Street
Plant City, Florida 33566

The person named as initial director shall hold office for the first year of existence of this Corporation or until his successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE VIII. INCORPORATOR.

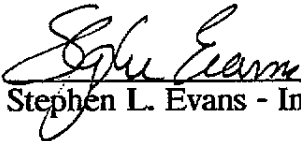
The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Stephen L. Evans
104 North Thomas Street
Plant City, Florida 33566

ARTICLE IX. AMENDMENT.

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

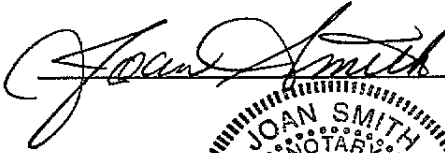
IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on June 11, 1998.

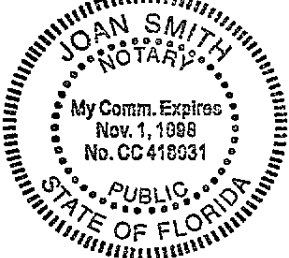


Stephen L. Evans - Incorporator

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, a Notary Public, personally appeared Stephen L. Evans, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on June 11, 1998.





FILED

98 JUN 12 PM 12:16

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Certificate Designating Place of Business or Domicile
for the Service of Process Within This State,
Naming Agent Upon Whom Process May be Served**

In compliance with Section 48.091 and Section 607.0501, Florida Statutes, the following is submitted:

That Ag-Mart Sales, Incorporated, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 211 Rayburn Road, Plant City, Florida 33566, County of Hillsborough, State of Florida, has named Stephen L. Evans, located at 104 North Thomas Street, Plant City, Florida 33566, County of Hillsborough, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.



Stephen L. Evans - Registered Agent