P98000056063

DANIEL R. PEPPERS 4950 DAVIS BOULEVARD NAPLES, FL. 34104 941-417-1051

June 16, 1998

Secretary of State Corporate Division P. O. Box 6327 Tallahassee, Florida 32304

Re: Green Thumb Farmers Market, Inc.

800002568098-- 6 -06/22/98--01093--008 ****122.50 ****122.50

Dear Sir:

Enclosed please find the following:

- 1. Original and one copy of Articles of Incorporation for Green Thumb Farmers Market, Inc., A Florida Corporation.
- 2. Check payable to Secretary of State in the amount of \$122.50 representing the following fees and costs:

Filing Fee \$35.00
Resident Agent Fee 35.00
Certified Copy of
Articles 52.50

Total

\$122.50

Please return the certified copy of the Articles of Incorporation to me office upon acceptance and filing of the same.

Thank you for your assistance in this matter.

Sincerely yours,

Daniel R. Peppers

DRP/KP Enclosures

TA-6/23/98

ARTICLES OF INCORPORATION

OF

GREEN THUMB FARMERS MARKET, INC.

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE_I

The name of the corporation is GREEN THUMB FARMERS MARKET, INC.

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.

ARTICLE IV

The corporation shall have authority to issue Seven Thousand (7,000) shares, all of one class, One (\$1.00) Dollar par value.

ARTICLE V

The principal place of business and mailing address of its registered office is 4950 Davis Boulevard, Naples, Florida 34104.

ARTICLE VI

The name and address of the initial registered agent is:

NAME

ADDRESS

DANIEL R. PEPPERS

4950 Davis Boulevard Naples, FL. 34104

ARTICLE VII

The business and the affairs of this corporation shall be managed by a Board of Directors, which shall be elected by the shareholders and serve as provided in the bylaws. The number of the members of the Board of Directors may either be increased or decreased from time to time by the bylaws, but shall never be less

than one (1). The corporation shall have one (1) director initially, and the name and address of the initial director is as follows:

NAME

ADDRESS

DANIEL R. PEPPERS

4950 Davis Boulevard Naples, FL. 34104

ARTICLE VIII

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE IX

The name and address of the incorporator is:

NAME

ADDRESS

DANIEL R. PEPPERS

4950 Davis Boulevard Naples, FL. 34104

י משייבת.

6/16/98

DANIEL R. PEPPERS

STATE OF FLORIDA COUNTY OF COLLIER

The foregoing instrument was acknowledged before me on the day of ______, 1998, by DANIEL R. PEPPERS, who (x) is personally known to me, or () produced ______ as

identification.

Notary Public

SUZANNE HOWARD
MY COMMISSION # CC 508215
EXPIRES: November 6, 1999
Bonded Thru Notary Public Underwriters

Print Name of Notary Public State of Florida My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

Having been designated as the Registered Agent of the abovenamed corporation to accept service of process for said corporation, at the place designated in the foregoing Articles of Incorporation, I hereby accept the appointment as Registered Agent and agrees to act in this capacity and agree to comply with the provisions of all Statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

DANIEL R. PEPPERS

Registered Agent

DATE: 6/16/98

98 JUN 22 PM 2: 40
SECRETARY OF STATE