

P98000057112

TRANSMITTAL LETTER

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

800002572468--5
-06/25/98--01071--007
****122.50 ****122.50

SUBJECT: **RICHARDSON PRODUCE, INC.**

(proposed corporate name)

Enclosed please find an original articles of incorporation for the above corporation and a check in the amount of \$122.50.

FROM: Douglas M. Sieb, Esq.
240 North Washington Boulevard, Suite 200
Sarasota, FL 34236
(941) 366-8855

FILED
98 JUN 25 AM 8:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Mo-26-98

ARTICLES OF INCORPORATION

OF

RICHARDSON PRODUCE, INC.

FILED
98 JUN 25 AM 8:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:

RICHARDSON PRODUCE, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

3928 San Luis Drive
Sarasota, Florida 34235

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

Ten Thousand (10,000)

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Evelyn F. Richardson
3928 San Luis Drive
Sarasota, Florida 34235

ARTICLE V - MANAGEMENT BY SHAREHOLDERS

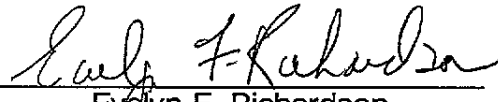
The business of the corporation shall be managed by the shareholders of the corporation rather than by a Board of Directors, and the shareholders shall perform all of the duties of a Board of Directors.

ARTICLE VI - INCORPORATORS

The names and street addresses of the incorporators to these Articles of Incorporation are:

Evelyn F. Richardson
3928 San Luis Drive
Sarasota, Florida 34235

The undersigned has executed these Articles of Incorporation this 23 day of June, 1998.

A handwritten signature in cursive script, appearing to read "Evelyn F. Richardson", is written over a horizontal line.

Evelyn F. Richardson
Incorporator

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, 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: **RICHARDSON PRODUCE, INC.**

2. The name and address of the registered agent and office is:

Evelyn F. Richardson

(NAME)

3928 San Luis Drive


(P.O. BOX NOT ACCEPTABLE)

Sarasota, Florida 34235

(CITY/STATE/ZIP)

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TALLAHASSEE, FLORIDA

SIGNATURE


Evelyn F. Richardson

TITLE President

DATE: June 23, 1998

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 PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE


Evelyn F. Richardson

DATE: June 23, 1998