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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

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FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
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NAME: C & H CITRUS, INC.

AUDIT NUMBER.....H98000012649

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 4

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 8, 1998

FAS-T CORP. AGENTS, INC.

SUBJECT: C & H CITRUS, INC.
REF: W98000015517

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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Neysa Culligan
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FAX Aud. #: H98000012649
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ARTICLES OF INCORPORATION
OF
C & H CITRUS, INC.

FILED
98 JUL -8 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation shall be:

C & H CITRUS, INC.

The principal place of business of this corporation shall be:

9048 Lake Lowery Road, Haines City, FL 33844

ARTICLE II. NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

Prepared by Ronald A. Brown
P. O. Box 999, Winter Haven, FL 33882-0999
(941) 299-1500

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ARTICLE III. CAPITAL STOCK

The aggregate number of shares of stock and its part value that this corporation is authorized to have outstanding at one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V. OFFICERS AND DIRECTORS

The names and street addresses of the initial officers and directors, if any, who shall hold office the first year of the corporation's existence or until their successors are elected are:

J. T. Cheshire, Jr.
President

P. O. Box 909
Lake Placid, FL 33862

George D. Haak
Vice President

9048 Lake Lowery Road
Haines City, FL 33844

Alesia Cheshire
Secretary

P. O. Box 909
Lake Placid, FL 33862

Jackie Haak
Treasurer

9048 Lake Lowery Road
Haines City, FL 33844

ARTICLE VI. INCORPORATOR(S)

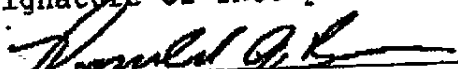
The name and street address of the incorporator to this Articles of Incorporation is Ronald A. Brown, P. O. Box 999, Winter Haven, FL 33882-0999.

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IN WITNESS WHEREOF, the undersigned incorporator has
executed these Articles of Incorporation this 8th day of

July, 1998.

Signature of Incorporator


RONALD A. BROWN

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

FILED
98 JUL -8 PM 4:00
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Pursuant to the provisions of Section 607.325, 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 C & H CITRUS, INC.
2. The name and address of the registered agent and office is J. T. Cheshire, Jr., 156 S. Jefferson Avenue, Lake Placid, FL 33862.

SIGNATURE J. T. Cheshire Jr.
TITLE President
DATE 7-7-98

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325, Florida Statutes.

SIGNATURE J. T. Cheshire Jr.
DATE July - 7 - 1998