

Law office of  
CHRIS MANCINO

P98000063417

July 15, 1998

P.O. Box 167  
Fort Lauderdale, Florida 33302

(954) 463-5266  
(954) 463-2020 Fax

Florida Department of State  
Attention: New Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

RE: Shelgam Farms, Inc.

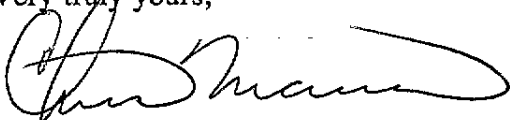
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\*\*\*\*122.50 \*\*\*\*122.50

Dear Sirs:

Enclosed herewith please find an original and one copy of Articles of Incorporation in connection with the above. Also enclosed please find my check, payable to your order, in the amount of \$122.50. Please file the Articles of Incorporation and furnish me with a certified copy of the Articles by overnight mail. I enclose a completed Federal Express return label for returning the cetified copy of the articles to my office.

Thank you for your cooperation.

Very truly yours,



CHRIS MANCINO

CM/jm  
Enclosures

APPROVED  
AND  
FILED  
93 JUL 16 AM 9:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

SHELGAM FARMS, INC.

APPROVED  
AND  
FILED  
98 JUL 16 AM 9:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We, the undersigned, jointly and severally agree with each other to associate ourselves and our successors together as a corporation for profit under the laws of the State of Florida, and do hereby subscribe, acknowledge and file in the Office of the Secretary of State of the State of Florida, the following Articles of Incorporation.

ARTICLE I

The corporate name shall be SHELGAM FARMS, INC.

ARTICLE II

The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III

1. The number of shares of authorized capital stock in this corporation shall be 60 shares of common stock with no nominal or par value per share.
2. The capital stock may be paid for in property, labor, services or cash, at a just valuation to be fixed by the stockholders. All of such stock shall be fully paid and non-assessable.

ARTICLE IV

The amount of capital stock with which this corporation will begin business shall not be less than \$500.00.

ARTICLE V

The term for which this corporation shall exist shall be perpetual.

#### ARTICLE VI

The principal office of the corporation shall be at 5129 Cleveland Street, Hollywood, FL 33021. This corporation may have such other places of business in the State of Florida as the nature and progress of the business of the corporation shall from time to time render necessary and/or desirable. The board of directors may from time to time move the principal office to any other address or place in Florida.

#### ARTICLE VII

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time according to the by-laws of this corporation, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
EFRAIM ALVAREZ	5129 Cleveland Street Hollywood, FL 33021

#### ARTICLE VIII

The shareholders of this corporation shall be entitled to remove any director from office during his term, except upon a showing of cause for removal.

#### ARTICLE IX

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

## ARTICLE X

The holders of common shares shall have preemptive rights to purchase any shares of the corporation hereafter issued or any securities exchangeable for or convertible into such shares or any warrants or instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares in proportion to their then present holdings of common stock prior to said shares of such other instrument(s) being offered to any other person or entity. Any shares offered to shareholders under their preemptive rights and not purchased may then be sold by the corporation in any other manner permitted by law.

## ARTICLE XI

The names and addresses of the initial subscriber hereto, who is to conduct the business of the corporation until those elected at the organizational meeting is:

### NAME

### ADDRESS

EFRAIM ALVAREZ

5129 Cleveland Street  
Hollywood, FL 33021

## ARTICLE XII

The initial registered office shall be at 412 N.E. 4th Street, Fort Lauderdale, FL 33301, and the initial registered agent at the same address shall be: CHRIS MANCINO.

  
EFRAIM ALVAREZ, Initial Subscriber

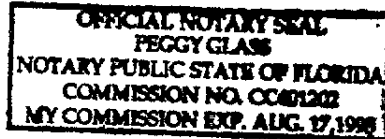
STATE OF FLORIDA  
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, this day personally appeared EFRAIM ALVAREZ, to me well known and known to me to be the person who executed the foregoing Articles of Incorporation, and he has acknowledged to and before me that he has executed the same for the purposes therein expressed. *9222.1. A416-202-67-05-3-0*

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my seal at Fort Lauderdale, Broward County, Florida, this 15<sup>th</sup> day of July, 1998.

*Peggy Glass*  
\_\_\_\_\_  
Notary Public, State of Florida

My Commission Expires:



ACCEPTANCE BY REGISTERED AGENT

I, CHRIS MANCINO, having been named to accept service of process for the above stated corporation, at a place designated in this Certificate, I hereby accept said designation as Registered Agent, and agree to comply with the provisions of law relative to keeping said office open.

*Chris Mancino*  
\_\_\_\_\_  
Registered Agent

APPROVED  
AND  
FILED  
98 JUL 16 AM 9:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA