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CORPORATION(S) NAME

RAINBOW FARMS Holding Corp.

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TALLAHASSEE, FLORIDA

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JEFF BUTTERFIELD

9/29

9/29-98

STATE OF FLORIDA
ARTICLES OF INCORPORATION
OF
RAINBOW FARMS HOLDING CORP.

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FIRST: THE CORPORATE NAME THAT SATISFIES THE REQUIREMENT OF SECTION 607.0401 IS: RAINBOW FARMS HOLDING CORP.

SECOND: THE ADDRESS OF THE PRINCIPAL OFFICE, AND THE MAILING ADDRESS OF THE CORPORATION IS: 8958 WENDY LANE WEST, WEST PALM BEACH, FLORIDA 33411.

THIRD: THE NUMBER OF SHARES THE CORPORATION IS AUTHORIZED TO ISSUE IS: 500 COMMON SHARES WITH A PAR VALUE OF \$1.00 PER SHARE.

FOURTH: THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THE CORPORATION IS 8958 WENDY LANE WEST, WEST PALM BEACH, FLORIDA 33411, AND THE NAME OF ITS INITIAL REGISTERED AGENT AT SUCH ADDRESS IS BRIAN TUTTLE.

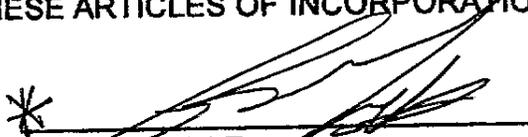
FIFTH: THE NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS OF THE CORPORATION IS ONE (1) AND THE NAME AND ADDRESS OF THE PERSON WHO IS TO SERVE AS DIRECTOR UNTIL THE FIRST ANNUAL MEETING OF SHAREHOLDERS OR UNTIL THE SUCCESSORS ARE ELECTED AND SHALL QUALIFY IS:

BRIAN TUTTLE
8958 WENDY LANE WEST
WEST PALM BEACH, FLORIDA 33411

SIXTH: THE NAME AND ADDRESS OF EACH INCORPORATOR IS:

BRIAN TUTTLE
8958 WENDY LANE WEST
WEST PALM BEACH, FLORIDA 33411

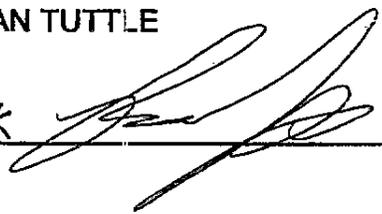
THE UNDERSIGNED HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS 24TH DAY OF SEPTEMBER, 1998.


*
BRIAN TUTTLE
SOLE INCORPORATOR

ACCEPTANCE BY THE REGISTERED AGENT AS REQUIRED IN SECTION 607.0501 (3) F.S.: BRIAN TUTTLE IS FAMILIAR WITH AND ACCEPTS THE OBLIGATIONS PROVIDED FOR IN SECTION 607.0505.

BRIAN TUTTLE

DATED SEPTEMBER 24, 1998

BY* 

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