



P98000 108141

Law Offices Of
Greg Ross, P.A.

Greg Ross
Admitted to
Florida and
New York Bars

Of Counsel: Burt E. Eisenberg
Admitted to Florida Bar

Bruce I. Schreiber
Admitted to Connecticut Bar

Marvin Yaker
Admitted to Florida
and New York Bars

December 09, 1998

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

RE: Articles of Incorporation

Dear Sir/Madam::

Enclosed please find an original and one copy of the Articles of Incorporation of Highlands Agricultural, INC. Also enclosed is a draft made payable to Department of State, in the amount of 122.50, representing the filing fees for the enclosed Articles. It is our understanding that the filing of the Articles will take approximately seven to ten business days.

Should you have any questions or concerns regarding the enclosed documentation, please feel free to contact the undersigned.

Respectfully submitted,

GREG ROSS, ESQ.

GR/dp
Enc.

600002723626--8
-12/28/98--01098--015
****122.50 *****78.75

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 DEC 28 PM 4:26

FILED

Bonnie GAVE
AUTHORIZATION BY PHONE TO
CORRECT Spelling in Corp Name
DATE 12-30-98
DOC. EXAM. Dmc 12/30/98

(5)

ARTICLES OF INCORPORATION

OF

HIGHLANDS AGRICULTURAL, INC.

FILED

98 DEC 28 PM 4:26

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporators, for the purposes of forming a corporation under the Florida Business Corporations Act, hereby adopt(s) the following Articles of Incorporation:

ARTICLE ONE
NAME AND PRINCIPAL ADDRESS

The name of the corporation shall be HIGHLANDS AGRICULTURAL, INC. The Principal address of the Corporation will be 14451 S.W. 24TH STREET, DAVIE, FLORIDA 33325

ARTICLE TWO
DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE THREE
PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under Florida law.

ARTICLE FOUR
CAPITAL STOCK

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is one thousand five (1,500) shares at one dollar (\$1.00) par value.

ARTICLE FIVE
PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation 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 SIX
REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 400 SE 8TH STREET, FORT LAUDERDALE, FL 33316 and the name of the initial registered agent at that address is GREG ROSS, ESQ.

ARTICLE SEVEN
INCORPORATORS

The name and address of each person signing these Articles is:

<u>NAME</u>	<u>ADDRESS</u>
TIMOTHY BOLLIGER	14451 S.W. 24TH STREET DAVIE, FLORIDA 33325

ARTICLE EIGHT
INDEMNIFICATION

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

ARTICLE NINE
AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 9 day of December, 1998.

Timothy Bolliger
TIMOTHY BOLLIGER

STATE OF FLORIDA)
COUNTY OF)

The foregoing instrument was acknowledged before me this 9 day of December, 1998 by TIMOTHY BOLLIGER who are personally known to me or who have produced _____ as identification.

Linda Gordon Scala
NOTARY PUBLIC



Linda Gordon Scala
PRINTED NAME

My commission expires:

Certificate Designating Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May be Served

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That HIGHLANDS AGRICULTURAL, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 87 NE 44th Street, #8, Fort Lauderdale, County of Broward, State of Florida 33334, has named GREG ROSS, ESQ., located at 400 SE 8th Street, Fort Lauderdale, County of Broward, State of Florida 33316, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

I hereby certify that I am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation.

Registered Agent

GREG ROSS, ESQ.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 DEC 28 PM 4:26

FILED