P99000004037



ACCOUNT NO. : 072100000032

REFERENCE: 100849

849 80989A

AUTHORIZATION :

COST LIMIT: \$ 70.00

ORDER DATE: January 15, 1999

ORDER TIME: 9:56 AM

ORDER NO. : 100849-005

CUSTOMER NO: 80989A

CUSTOMER: Stephen L. Evans, Esq

STEPHEN L. EVANS, ESQ STEPHEN L. EVANS, ESQ 104 North Thomas Street

Plant City, FL 33566

DOMESTIC FILING

NAME:

PAM'S FRUIT STAND, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY

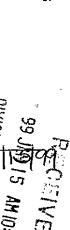
CERTIFICATE OF GOOD STANDING

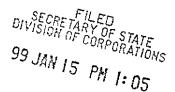
CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

SECRETARY OF STATE PHYSICH OF CORPORATION 199 JAN 15 PM 1: 05

800002743748-





ARTICLES OF INCORPORATION

OF

PAM'S FRUIT STAND, INC.

ARTICLE I. CORPORATE NAME.

The name of this corporation is:

Pam's Fruit Stand, Inc. 5002 South Wallace Road Plant City, Florida 33567

ARTICLE II. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 750 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV. TERM OF EXISTENCE.

This Corporation shall have perpetual existence, commencing upon filing of these articles.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Pam Wallace 5002 South Wallace Road Plant City, Florida 33567

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS.

This Corporation shall have three (3) directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTOR.

The names of the initial directors of this Corporation and their street addresses are:

Pam Wallace 5002 South Wallace Road Plant City, Florida 33567

Catherine Fraser 1572 Georgetown Drive Lakeland, Florida 33811

Nancy Miller 1508 Mahaffey Circle Lakeland, Florida 33811

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII. INCORPORATOR.

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Pam Wallace 5002 South Wallace Road Plant City, Florida 33567

ARTICLE IX. AMENDMENT.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

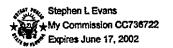
IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on January 12, 1999.

Pam Wallace - Incorporator

STATE OF FLORIDA COUNTY OF HILLSBOROUGH

BEFORE ME, a Notary Public, personally appeared Pam Wallace, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that she subscribed to these Articles of Incorporation on January 12, 1999.

Votary Public, State of Florida at Large



DIVISION OF CORPORATIONS

99 JAN 15 PM 1:05

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 and Section 607.0501, Florida Statutes, the following is submitted:

That Pam's Fruit Stand, Inc., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 5002 South Wallace Road, Plant City, Florida 33567, County of Hillsborough, State of Florida, has named Pam Wallace, located at 5002 South Wallace Road, Plant City, Florida, County of Hillsborough, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

Pam Wallace - Registered Agent