

P99000007211

William C. Andrews  
2219 N W 23<sup>rd</sup> Terrace  
Gainesville, FL 32605  
(352) 372-3004

January 19, 1999

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-01/20/99--01098--016  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Division of Corporations  
P O Box 6327  
Tallahassee, FL 32314

To Whom It May Concern:

Enclosed for filing are the articles of incorporation of Forest Grove Persimmon Orchard, Inc. together with a check in the amount of \$78.75 for the following costs:

|                                |             |
|--------------------------------|-------------|
| Filing fee                     | \$35.00     |
| Registration of resident agent | 35.00       |
| Certified copy of articles     | <u>8.75</u> |
| Total                          | \$78.75     |

Please return the certified copy of the articles of incorporation to the above address

Sincerely

*William C. Andrews*  
William C. Andrews

FILED  
99 JAN 20 PM 4:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SP  
1/25

FILED  
99 JAN 20 PM 4:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Articles of Incorporation  
of  
Forest Grove Persimmon Orchard, Inc.

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is Forest Grove Persimmon Orchard, Inc.

ARTICLE II - NATURE OF BUSINESS

The purpose of this corporation is to operate a general business.

ARTICLE III - CAPITAL SHARE

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time is One Thousand (1,000) at Ten (\$10.00) Dollars per share. Each share of stock shall be entitled to one vote.

Authorized capital stock may be paid for in cash, services or property, at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE IV - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The initial registered office of the corporation shall be at

2219 N W 23<sup>rd</sup> Terrace, Gainesville, Florida 32605 and the initial registered agent at such address shall be William C. Andrews.

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI - ADDRESS

The initial street address of the principal office of the corporation is to be at 2219 N W 23<sup>rd</sup> Terrace, Gainesville, Florida 32605. The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

ARTICLE VII - DIRECTORS

Directors shall be elected by the shareholders of the corporation in the manner and for the term provided in the bylaws of the corporation. The corporation shall have two Directors initially. The number of directors may be increased or decreased as provided in the bylaws.

ARTICLE VIII - INITIAL DIRECTORS.

The name and street address of the initial directors, who shall hold office until their successor is elected and has qualified, is as follows:

| <u>Name</u>        | <u>Address</u>   |   |
|--------------------|--|---|
| William C. Andrews | 2219 N W 23 <sup>rd</sup> Terrace<br>Gainesville, FL 32605 | F |
| Cedora P. Andrews  | 2219 N W 23 <sup>rd</sup> Terrace<br>Gainesville, FL 32605 |   |

#### ARTICLE IX - SUBSCRIBERS

The names and residence addresses of the subscribers of these Articles of Incorporation, the number of shares of stock each agrees to take and the value of the consideration therefor are as follows:

| <u>Name</u>        | <u>Address</u>   | <u>Shares</u> | <u>Consideration</u> |
|--------------------|--|---------------|----------------------|
| William C. Andrews | 2219 N W. 23 <sup>rd</sup> Ter.<br>Gainesville, FL 32605 | 100           | \$1,000.             |
| Cedora P. Andrews  | 2219 N W 23 <sup>rd</sup> Ter<br>Gainesville, FL 32605   | 100           | \$1,000.             |

The subscribers certify that the value of the consideration for the stock subscribed for will not be less than the par value of such stock.

#### ARTICLE X - CONDUCT OF BUSINESS

In furtherance and not in limitation of the powers conferred by statutes, the following specific provisions are made for the regulation of the business and the conduct of the affairs of the corporation.

(a) Subject to such restrictions, if any, as are herein expressed and such further restrictions, if any, as may be set forth in the Bylaws, the board of directors shall have the general management and control of the business and may exercise all of the powers of the corporation except such as may be by statute, or by the Articles of Incorporation or amendment thereto, or by the Bylaws as constituted from time to time, expressly conferred upon

or reserved to the stockholders.

(b) Authorized shares of par value stock may be issued only for a consideration having value, in the judgment of the Board of Directors, at least equivalent to the full par value of such par value stock to be issued.

(c) The initial Bylaws may be adopted by the subscribers hereto. Such Bylaws may be amended, altered or repealed only by the stockholders of the corporation by an affirmative vote of the holders of a majority of the common stock present and entitled to vote. No such Bylaw shall be in conflict with these Articles of Incorporation or with any outstanding prior agreements of the stockholders which appear of record in the minute book or other records of the corporation.

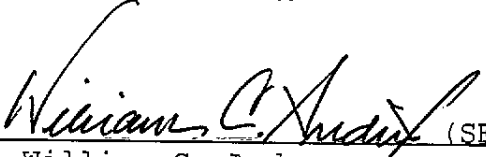
(d) The corporation shall have such officers as may from time to time be provided in the Bylaws and such officers shall be designated in such manner and shall hold their offices for such time and shall have such powers and duties as may be prescribed by the Bylaws, or as may be determined from time to time by the Board of Directors subject to the Bylaws.

#### ARTICLE XI - 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 a majority of the stock entitled to vote thereon, unless all 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 subscribers have hereunto set their hands and seals, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 20<sup>th</sup> day of January, 1999

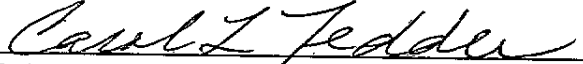
  
\_\_\_\_\_  
William C. Andrews (SEAL)

  
\_\_\_\_\_  
Cedora P. Andrews (SEAL)

STATE OF FLORIDA  
COUNTY OF ALACHUA

Before me personally appeared **William C. Andrews**, to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and acknowledged before me the he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State named above this 20<sup>th</sup> Day of January, 1999.

  
\_\_\_\_\_  
Notary Public, State of Florida  
At Large.  
My Commission expires: \_\_\_\_\_

STATE OF FLORIDA  
COUNTY OF ALACHUA



Carol L. Tedder  
MY COMMISSION # CC508470 EXPIRES  
March 1, 2000  
BONDED THRU TROY FAIR INSURANCE, INC.

Before me personally appeared **Cedora P. Andrews**, to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that she executed the same for the purpose therein

expressed.

WITNESS my hand and official seal in the County and State  
named above this 19<sup>th</sup> day of January, 1999.

Carol L. Tedder

Notary Public, State of Florida  
At Large

My Commission expires: \_\_\_\_\_



Carol L. Tedder  
MY COMMISSION # CC508470 EXPIRES  
March 1, 2000  
BONDED THRU TROY FAIR INSURANCE, INC.

ACCEPTANCE OF REGISTERED AGENT

I hereby accept the designation as the registered agent of  
Forest Grove Persimmon Orchard, Inc.

William C. Andrews  
William C. Andrews

**FILED**  
99 JAN 20 PM 4:35  
CLERK OF STATE  
TALLAHASSEE, FLORIDA