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Division of Corporations

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Florida Department of State
Division of Corporations
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TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

CRIADERO LA QUERENCIA, INC.

Translation: The Loving Breeding FARM

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**ARTICLES OF INCORPORATION
OF
CRIADERO LA QUERENCIA, INC.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of Chapter 607 of the Florida Statutes (the "Florida Business Corporation Act"), the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

NAME

The name of the corporation (hereinafter called the "Corporation") is CRIADERO LA QUERENCIA, INC.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office address and mailing address of the Corporation shall be:

4600 SE Highway 42
Summerfield, FL 34491-5116

William Gerstein
Law Office of William Gerstein
1300 North Federal Highway, Suite 203
Boca Raton, FL 33432
(561) 362-7744 phone
(561) 368-1630 fax
FL Bar# 0061141

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ARTICLE III**CAPITAL STOCK**

The maximum number of shares which this Corporation is authorized to issue is 300 shares, all of which shall be Common Stock, each share having no par value. All shares of Common Stock shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE IV**REGISTERED OFFICE AND AGENT**

The initial street address of the Corporation's initial registered office shall be Law Office of William Gerstein, 1300 North Federal Highway, Suite 203, Boca Raton, Florida 33432 and the initial registered agent for the Corporation at that address shall be William Gerstein.

ARTICLE V**INCORPORATOR**


The name and street address of the person signing these Articles of Incorporation are:

Name**Address**

William Gerstein

1300 North Federal Highway, Suite 203
Boca Raton, FL 33432

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 17th day of February, 1999.

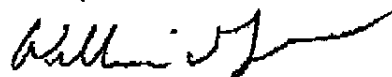

William Gerstein

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ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for CRIADERO LA QUERENCIA, INC. at the place designated in the Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATE: February 17, 1999



William Gerstein

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TALLAHASSEE, FLORIDA