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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 MAR 12 AM 10:32

Jayson Jamgochian  
1123 N W 31st Ave  
Gainesville, Fl. 32609

State of Florida  
Division of Corporations  
P O Box 6327  
Tallahassee, Fl 32314

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

March 5, 1999

Dear Sir / Madam,

Attached you will find the articles of Incorporation for Alachua Fruit & Produce, Inc. I have enclosed a money order for the filing fees and would like to obtain a certified copy return mail in the enclosed envelope.

Should you have any questions please contact me at (352) 377-5877.

Sincerely,

  
Jayson Jamgochian

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**Articles of Incorporation**  
**Of**  
**Alachua Fruit & Produce, Inc.**

**Article I – Name**

The name of the corporation shall be Alachua Fruit & Produce, Inc.

**Article II – Duration**

This corporation shall exist perpetually, commencing at the time of filing these articles with the Secretary of State of the State of Florida.

**Article III – Purposes**

This corporation is organized for the purpose of transacting any or all lawful business.

**Article IV – Capital Stock**

This corporation is authorized to issue one hundred (100) shares of stock at \$.10 Par value, common stock, which shall be designated “Common Shares”. One hundred (100) shares shall be issued initially.

**Article V – Voting Rights**

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

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## **Article VI – Preemptive Rights**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

## **Article VII – Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is 1123 N W 31<sup>st</sup> Ave, Gainesville, Fl 32609, and the name of the initial registered agent of this corporation at that address is: Jayson Jamgachian.

## **Article VIII – Initial Board of Directors**

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one. The name and address of the initial director of this corporation is : Jayson Jamgachian of 1123 N W 31<sup>st</sup> Ave. Gainesville, Fl. 32609.

## **Article IX – Initial Principal Office**

The street address of the initial principal office is 1123 N W 31<sup>st</sup> Ave, Gainesville, Fl. 32609, and is the same address as the initial registered agent of the corporation as contained in Article VII of these Articles of Incorporation.

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## **Article X – Incorporator**

The name and address of the person signing these Articles is Jayson Jamgochian of 1123 N W 31<sup>st</sup> Ave., Gainesville, Fl. 32609.

## **Article XI – Bylaws**

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the Shareholders.

## **Article XII – Calling of Special Meetings**

Special meetings of shareholders may be called by the Board of Directors of this Corporation.

## **Article XIII – Shareholder Quorum and Voting**

Fifty-One percent (51%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders. If a quorum is present, the affirmative vote of fifty-one percent (51%) of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

## **Article XIV – Indemnification**

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

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## **Article XV – Amendment**

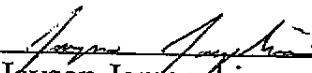
The corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

## **Article XVI – Restrictions on Transfer of Stock**

Shares of capital stock of this corporation shall be issued initially to the following persons in the amount set forth opposite his name: Jayson Jamgochian – one hundred (100) shares.

Shares held by the initial stockholder listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this corporation.

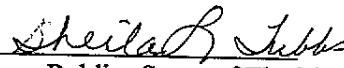
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 5th day of MARCH, 1999.

  
Jayson Jamgochian  
1123 N W 31st Ave  
Gainesville, Fl. 32609

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State of Florida  
County of ALACHUA

The foregoing Articles of Incorporation was acknowledged before me this 5th day of MARCH, 1999, by Jayson Jamgochian, who is personally known to me or who has produced FLA D/L as identification.


  
Notary Public, State of Florida



Sheila L. Tubbs  
My Commission CC788517  
Expires November 5, 2002

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

Dated: MAR. 5, 1999

  
Jayson Jamgochian  
1123 N W 31st Ave  
Gainesville, Fl. 32609