

P99000043319

RAFOOL & RAFOOL, P.A.
ATTORNEYS AND COUNSELORS AT LAW



Brandon J. Rafool
Raymond J. Rafool

Post Office Box 7286
Winter Haven, Florida 33883-7286
Telephone: (941) 299-3339
Telecopier: (941) 295-9702

1519 Third Street, S.E.
Winter Haven, Florida 33880

May 5, 1999

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

700002869577--6
-05/10/99--01116--015
****122.50 *****78.75

RE: PARAMOUNT CITRUS HARVESTING, INC.

Dear Sir or Madam:

Enclosed herewith for filing in connection with the above referenced matter, please find Articles of Corporation, together with Registered Agent form. Also enclosed, is our firm check in the amount of \$122.50 to cover your fee for filing.

Please forward a certified copy to this office.

Thanking you in advance for your assistance in this matter, I am,

Sincerely,

Brandon J. Rafool

BJR:as
Enclosures

FILED
99 MAY 10 PM 3:34
SECRETARY OF STATE
TALLAHASSEE FLORIDA

B. BROCK MAY 12 1999

ARTICLES OF INCORPORATION

OF

PARAMOUNT CITRUS HARVESTING, INC.

FILED
99 MAY 10 PM 3:34
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned subscriber to these Articles of Incorporation competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is PARAMOUNT CITRUS HARVESTING, INC., whose address is: P. O. Box 1479, Winter Haven, Florida 33880.

ARTICLE II - PURPOSE

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III - CAPITAL STOCK

The total authorized capital stock of this Corporation shall be 1000 shares of common stock at \$1.00 par value, all of said common stock fully paid and non-assessable.

ARTICLE IV - PREEMPTIVE RIGHTS

The shareholders of this Corporation shall have preemptive rights to the Corporation's common stock.

ARTICLE V. - TERM OF EXISTENCE

The Corporation shall have perpetual existence, unless sooner dissolved according to law.

ARTICLE VI - ADDRESS

The principal office of this Corporation shall be P. O. Box 1479, Winter Haven, Florida 33884, but the Corporation shall have

the power to establish branch offices and other places of business at such other place within or without the State of Florida, as may be determined and deemed expedient by the Board of Directors.

ARTICLE VII - DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time according to By-Laws adopted by the Stockholders, but shall never be less than one.

ARTICLE VIII - ORIGINAL DIRECTORS

The name and address of the members of the first Board of Directors, is:

ALAN L. THOMPSON

P. O. Box 1479
Winter Haven, FL 33883


ARTICLE IX. - SUBSCRIBER

The name and address of the Subscriber to the Certificate of Incorporation of this Corporation, is:

ALAN L. THOMPSON

P. O. Box 1479
Winter Haven, FL 33884

IN WITNESS WHEREOF, the Subscriber has hereunto set her hand and seal and acknowledged and filed the foregoing Articles of Incorporation in the office of the Secretary of State, this 6th day of May, 1999.


ALAN L. THOMPSON

STATE OF FLORIDA
COUNTY OF POLK

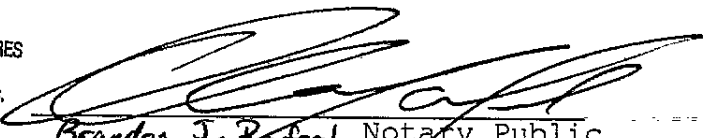
BEFORE ME personally appeared ALAN L. THOMPSON, to me well known and known to me to be the individual described in and who

executed the foregoing Articles of Incorporation, who is personally known to me or who has produced _____, as identification and who did (did not) take an oath, and acknowledged before me that he/she executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County of Polk and State of Florida, this 6th day of May, 1999.



Brandon Rafool
MY COMMISSION # CC577353 EXPIRES
November 8, 2000
BONDED THRU TROY FAIN INSURANCE, INC.


Brandon J. Rafool Notary Public
My Commission Expires: _____

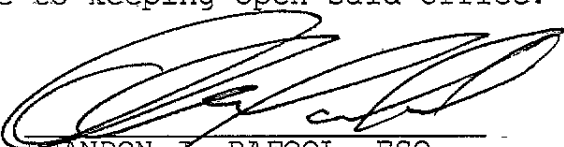
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In Pursuant of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act: ...

FIRST--- **PARAMOUNT CITRUS HARVESTING, INC.**, desiring to organize under the Laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, in the City of **WINTER HAVEN**, State of **FLORIDA**, has named, **BRANDON J. RAFOOL, ESQ.**, located 1519 Third Street, S.E., Winter Haven, Florida 33880, as its Agent to accept Service of Process within this State.

ACKNOWLEDGEMENT: (Must be signed by Registered Agent).

Having been named to accept service of process for the above state Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.


BRANDON J. RAFOOL, ESQ.
REGISTERED AGENT

FILED
99 MAY 10 PM 3:34
SECRETARY OF STATE
TALLAHASSEE FLORIDA