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**KENNETH R. WALTERS, P.A.**

CERTIFIED PUBLIC ACCOUNTANTS

P. O. Box 15361

Fernandina Beach, FL 32035

*Members: American Institute of Certified Public Accountants and Florida Institute of Certified Public Accountants*

FILED STATE  
SECRETARY OF CORPORATIONS  
99 JUN -7 PM 3:17

June 3, 1999

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

100002897041--5  
-06/07/99--01135--005  
\*\*\*\*122.50 \*\*\*\*\*78.75

Enclosed are the articles of incorporation for FLORIDAFRESH.COM, INC. and a check for \$122.50.  
Please file the articles of incorporation for this new company.

If there are any problems please call me at 904-261-9983.

Thank you for your help.

Sincerely,

*Kenneth R. Walters*

KENNETH R. WALTERS, P.A.

ARTICLES OF INCORPORATION  
OF  
FLORIDAFRESH.COM, INC.

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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The undersigned subscriber of these Articles of Incorporation, a natural person competent to contract, hereby acts as an incorporator for a corporation under the laws of the State of Florida and adopts the following Articles of Incorporation for such corporation.

ARTICLE I. NAME

The name of the corporation is FLORIDAFRESH.COM, INC.

ARTICLE II. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of the filing of these Articles of Incorporation.

ARTICLE III. PURPOSE

This corporation may engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share.

#### ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered agent and office of the corporation is 2176 Calais Lane, Fernandina Beach, Florida 32034 and the name at that address is Robert I Southwick. The signature of Robert I Southwick as incorporator of FLORIDAFRESH.COM, INC., indicates that he accepts the duties and obligations of the position of registered agent.

#### ARTICLE VI. INITIAL BOARD OF DIRECTORS

The corporation shall initially have two directors. The number of directors may be either increased or diminished from time to time, as provided by the By-Laws. The names and addresses of the members of the first Board of Directors are:

Robert I Southwick	Chairman of the Board
2176 Calais Lane	
Fernandina Beach, FL 32034	

Bonnie T. Southwick	Member
2176 Calais Lane	
Fernandina Beach, FL 32034	

#### ARTICLE VII. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this corporation is:

P.O. Box 6435  
Fernandina Beach, FL 32035

## ARTICLE VIII. INCORPORATION

The name and address of the incorporator signing these Articles of Incorporation is:

Robert I Southwick

2176 Calais Lane


Fernandina Beach, FL 32034

The incorporator of the corporation assigns to the corporation the rights under Section 607.161, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the Board of Directors any rights he may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective of the date existence begins.

## ARTICLE IX. AMENDMENTS

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation or any amendment hereto and any right conferred upon a share holder is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, this 28<sup>th</sup> day of May, 1999.

  
Robert I. Southwick

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