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*BOARD CERTIFIED CIVIL TRIAL
+ BOARD CERTIFIED BUSINESS LITIGATION

Writer's Direct Line:
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June 9, 1999

VIA FEDERAL EXPRESS

Florida Department of State
ATTN: Domestic Charter Section
409 E. Gaines Street
Tallahassee, Florida 32399

100002900481--8
-06/10/99--01050--007
*****78.75 *****78.75

Re: Schoenbrun Farms Corporation

Dear Sir or Madam:

Enclosed herein please find Articles of Incorporation to be filed regarding the above referenced profit corporation. Our firm check in amount of \$78.75 is enclosed herein to cover your fees as follows:

\$35.00 - filing fee
8.75 - certified copy
35.00 - registered agent registration
\$78.75 - total

Should additional funds be required, please advise and we will immediately remit. A self-addressed, postage prepaid envelope is enclosed for your convenience in returning the certified copy.

Very truly yours,

GOLDSTEIN, BUCKLEY, CECHMAN,
RICE & PURTZ, P.A.

[Signature]
L. JEFFREY RICE

JJR:ess

Enclosures

FILED
SECRETARY OF STATE
DIVISION OF INCORPORATIONS
99 JUN 10 AM 9:18

OTHER OFFICES

CAPE CORAL
(941) 574-5575

LEHIGH ACRES
(941) 368-6101

NAPLES
(941) 262-4888

PORT CHARLOTTE
(941) 624-2393

BROWN JUN 14 1999

ARTICLES OF INCORPORATION
OF

SCHOENBRUN FARMS CORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUN 10 AM 9:18

The undersigned subscribers to these Articles of Incorporation, being a duly incorporated Florida corporation, competent to contract, hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I

NAME: The name of this corporation is SCHOENBRUN FARMS CORPORATION, and the address of the principal office is 2110 Pondella Road, North Fort Myers, Florida 33903.

ARTICLE II

NATURE OF BUSINESS: The corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE III

CAPITAL STOCK: The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Hundred (100) shares of ONE DOLLAR (\$1.00) par value common stock. The consideration to be paid for each share shall be fixed by the Board of Directors from time to time.

ARTICLE IV

INITIAL CAPITAL: The amount of capital with which the corporation will begin business is Five Hundred Dollars (\$500.00).

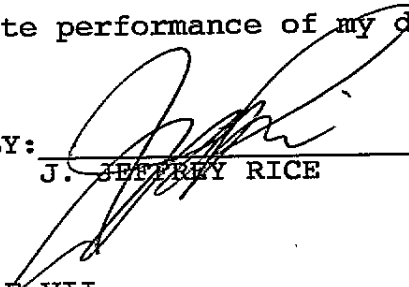
ARTICLE V

TERM OF EXISTENCE: This corporation shall have perpetual existence.

ARTICLE VI

INITIAL REGISTERED AGENT AND OFFICE: The street address of the initial principal office of this corporation is 2110 Pondella Road, North Fort Myers, Florida 33903, and the name of the initial registered agent of this corporation is J. Jeffrey Rice, 1515 Broadway, Fort Myers, Florida 33901.

Having been named to accept service of process for SCHOENBRUN FARMS CORPORATION, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

ACCEPTED BY: 
J. JEFFREY RICE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUN 10 1 AM 9:19

ARTICLE VII

DIRECTORS: The number of Directors shall be two (2) initially. The number of Directors may be increased or diminished from time to time by the By-Laws adopted by the Shareholders.

ARTICLE VIII

INITIAL DIRECTORS: The names and addresses of the initial Directors, who, subject to the By-Laws of the Corporation, shall hold office for the first year of existence of this Corporation or until his or her successor is elected and has qualified are:

NAMES AND ADDRESSES

OFFICE

DAVE MORELAND
2301 Progress Street
Dover, Ohio 44622

President

JEFF RAPER
2301 Progress Street
Dover, Ohio 44622

Secretary

SUBSCRIBERS: The names and addresses of the Subscribers to these Articles of Incorporation are as follows:

NAMES AND ADDRESSES

SHARES

SCHOENBRUN CORPORATION,
an Ohio corporation
2301 Progress Street
Dover, Ohio 44622

100

ARTICLE IX

EFFECTIVE DATE: These Articles of Incorporation shall be effective upon approval by the Secretary of State of the State of Florida.

ARTICLE X

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 Shareholders and approved at a shareholders' meeting by a majority of the stock entitled to vote thereon, unless all of the Directors and all of the Shareholders sign a written statement manifesting their intention that a certain amendment to the Articles of Incorporation be made.

IN WITNESS WHEREOF, we have hereunto set our hands and seals,
acknowledged and filed the foregoing Articles of Incorporation, under the laws
of the State of Florida, this 8th day of June, 1999.

SCHOENBRUN FARMS CORPORATION,
a Florida corporation

Michael Reed
Witness

By: Dave Moreland (SEAL)
DAVE MORELAND, President

Ed Hinson
Witness

By: Jeff Raper (SEAL)
JEFF RAPER, Secretary

STATE OF OHIO)

COUNTY OF TUSCARAWAS)

The foregoing instrument was acknowledged before me this 8 day
of June, 1999 by DAVE MORELAND, who is personally known to me.

(SEAL)

Michael Reed
Notary Public
Print Name: Michael Reed
Commission No. 231076
My Commission Expires: 10/23/02

STATE OF OHIO)

COUNTY OF TUSCARAWAS)

The foregoing instrument was acknowledged before me this 8 day
of June, 1999 by JEFF RAPER, who is personally known to me.

(SEAL)

Michael Reed
Notary Public
Print Name: Michael Reed
Commission No. 231076
My Commission Expires: 10/23/02