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K E N N E T H D. C O O P E R, P. A.

400 S.E. Eighth Street, Fort Lauderdale, Florida 33316 (954) 522-7177 • 522-7178 • Fax: (954) 764-5874

FILED
99 JUL 27 AM 8:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

July 26, 1999

DEPT OF STATE
DIVISION OF CORPORATIONS
PO BOX 6327
TALLAHASSEE, FL. 32314

300002943213--2
-07/27/99-01072-007
*****78.75 *****78.75

RE: NEW CORPORATION FOR RICHARD A. GRIFFIN SR. FARMS, INC.

ENCLOSED ARE THE FOLLOWING:

1. ARTICLES OF INCORPORATION
2. CHECK MADE PAYABLE TO THE SECRETARY OF STATE FOR THE FILING FEE, DESIGNATION OF REGISTERED AGENT AND CERTIFIED COPY OF ARTICLE; IN THE AMOUNT OF \$78.75;
3. THE CHECK INCLUDES THE AMOUNT FOR A CERTIFIED COPY OF THE ARTICLES.

PLEASE FILE THE CORPORATION AND SEND US THE CERTIFIED COPY.

SINCERELY,



KENNETH D. COOPER

F. CHESNAR AUG 3 1999

K E N N E T H D. C O O P E R A T T O R N E Y A T L A W

ARTICLES OF INCORPORATION
OF
RICHARD A. GRIFFIN SR. FARMS, INC.

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The undersigned, acting as (a) incorporator(s) of a corporation under the Florida General Corporation Act, adopt(s) the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is **RICHARD A. GRIFFIN SR. FARMS, INC.**

SECOND: The period of duration of the corporation is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are to engage in general construction development, landscaping, any and all other business activities and to do everything necessary, proper, advisable, or convenient for the accomplishment of said purposes, and to do all other things incidental to them or connected with them that are not forbidden by the Florida corporation laws or by other law, or by any state, territory, district, or possession of the United States, or in any foreign country, to the extent that these, purposes are not forbidden by the law of the state, territory, district, or possession of the United States, or by the foreign country.

FOURTH: Authorized Shares

Number. The aggregate number of shares that the corporation shall have the authority to issue is 1,000 shares of Capital Stock with a par value of 1.00 per share.

Initial issue. 1,000 shares of the Capital Stock of the corporation shall be issued for cash at a par value of \$1.00 per share.

Stated capital. The sum of the par value of all shares of Capital Stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time.

Dividends. The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the corporation.

No classes of stock. The shares of the corporation are not to be divided into classes.

No share in series. The corporation is not authorized to issue shares in series.

FIFTH: The initial street address in Florida of the initial registered agent of the corporation is 18751 SE 80 ST., MORRISTON, FL. 32668, and the name of the initial registered agent at such address is Richard Griffin SR. The mailing address will be the same.

SIXTH: The initial board of directors shall consist of one members, who need not be residents of the State of Florida or shareholders of the corporation.

SEVENTH: The names and addresses of the persons who shall serve as directors until the first annual meeting of shareholders or until their successors shall have been elected and qualified, are as follows:

Name	Number & Street	City	State	Zip Code
RICHARD GRIFFIN SR. 2650 S.W. 196 AVE., FT. LAUDERDALE, FL 33332				

EIGHTH: The name(s) and address(es) of the initial incorporator(s) is (are) as follows:

Name	Number & Street	City	State	Zip Code
RICHARD GRIFFIN SR. 2650 S.W. 196 AVE., FT. LAUDERDALE, FL 33332				

NINTH: An affirmative vote of Three-fourths of the shares of the corporation shall be required for any shareholder action.

TENTH: The shareholders shall have the power to adopt, amend, alter, change or repeal the articles of incorporation when proposed and approved at a stockholders meeting, with not less than a majority) vote of the common stock.

ELEVENTH: The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such as the shares of the stock of this corporation as may be issued for money, or any property, or services and from time to time, in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder all shares of common stock currently authorized and issued.

TWELFTH: The shareholders of this corporation shall be allowed to vote their shares cumulatively so as to give one candidate as many votes as the number of directors to be elected multiplied by the number of his shares, to distribute them among as many candidates as may wish. Notice must be given by any shareholder to the President or a Vice President of said corporation not less than 24 hours prior to the time set for the holding of a shareholders meeting for the election of directors that said shareholder intends to cumulate his vote at said election.

IN WITNESS WHEREOF, THE UNDERSIGNED has made and subscribed of these articles of incorporation at Fort Lauderdale, Florida, on the 26 day of July, 1991.

X Richard A. Griffen

Incorporator

STATE OF FLORIDA
COUNTY OF BROWARD

Before me, the undersigned authority, personally appeared RICHARD A. GRIFFEN SR. who is to me well known to be the person described in and who subscribed the above articles of incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at in said County and State this 26th day of July, 1991.



Noemi E. Berrios
My Commission CC838298
Expires May 18, 2003

Noemi E. Berrios
Notary Public

STATE OF FLORIDA

My commission expires: _____

99 JUL 27 AM 8:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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