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August 19, 1999

Secretary of State  
State of Florida  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

**P99000076498**

Re: Articles of Incorporation  
Supernova Farms, Inc.

700002966827--7  
-08/23/99--01098--012  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation of Supernova Farms, Inc. We also enclose a check in the amount of SEVENTY-EIGHT AND 75/100 (\$78.75) representing:

Filing fee .....	\$35.00
Certificate designating registered agent .....	\$35.00
Certified copy of Articles of Incorporation .....	\$ 8.75
<b>TOTAL FEE: .....</b>	<b>\$78.75</b>
	<b>=====</b>

Please provide the undersigned with the Certificate designating registered agent, certified copy of Articles of Incorporation, and the charter number for this corporation.

Thanking you in advance for your prompt attention to this matter.

Very truly yours,

COLODNY, FASS & TALENFELD, P.A.

*Wendy Beck*  
Wendy Beck

Enclosures:

Original and 1 of Articles  
Check for \$78.75  
Return Envelope

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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15 8/24/99

ARTICLES OF INCORPORATION  
OF  
SUPERNOVA FARMS, INC.

In compliance with the requirements of F.S. Chapter 607, undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation shall be: Supernova Farms, Inc. Its business shall be carried on in the State of Florida, in the United States of America, in Central America, in South America, in Europe and elsewhere, as may be authorized by its Board of Directors.

ARTICLE II

The general nature of the business to be transacted by the corporation shall be that provided below:

- (a) To sue and be sued, complain, and defend in its corporate name;
- (b) To have a corporate seal, which may be altered at will and to use it or a facsimile of it, by impressing or affixing it or in any other manner reproducing it;
- (c) To purchase, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal with real or personal property or any legal or equitable interest in property wherever located;
- (d) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, and otherwise dispose of all or any part of its property;
- (e) To lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statute 607.0833;
- (f) To purchase, receive, subscribe for, or otherwise acquire; own, hold, vote, use, sell, mortgage, lend, pledge, or otherwise dispose of; and deal in and with shares or other interests in, or obligations of, any other entity;
- (g) To make contracts and guarantees, incur liabilities, borrow money, issue its notes, bonds, and other obligations (which may be convertible into or include the option to purchase other securities of the corporation),

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and secure any of its obligations by mortgage or pledge of any of its property, franchises, and income and make contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion, or attainment of the business of a corporation the majority of the outstanding stock of which is owned, directly or indirectly, by the contracting corporation; a corporation which owns, directly or indirectly, a majority of the outstanding stock of the contracting corporation; or a corporation the majority of the outstanding stock of which is owned, directly or indirectly, by a corporation which owns, directly or indirectly, the majority of the outstanding stock of the contracting corporation, which contracts of guaranty and suretyship shall be deemed to be necessary or convenient to the conduct, promotion, or attainment of the business of the contracting corporation, and make other contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion, or attainment of the business of the contracting corporation;

- (h) To lend money, invest and reinvest in funds, and receive and hold real and personal property as security for repayment;
- (i) To conduct its business, locate offices, and exercise the powers granted by this act within or without this state;
- (j) To elect directors and appoint officers, employees, and agents of the corporation and define their duties, fix their compensation, and lend them money and credit;
- (k) To make and amend bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for managing the business and regulating the affairs of the corporation;
- (l) To make donations for the public welfare or for charitable,, scientific, or educational purposes;
- (m) To transact any lawful business that will aid governmental policy;
- (n) To make payments or donations or do any other act not inconsistent with law that furthers the business and affairs of the corporation;
- (o) To pay pensions and establish pension plans, pension trusts, profit-sharing plans, share bonus plans, share option plans, and benefit or incentive plans for any or all of its current or former directors, officers, employees, and agents and for any or all of the current

or former directors, officers, employees, and agents of its subsidiaries.

- (p) To provide insurance for its benefit on the life of any of its directors, officers, or employees, or on the life of any shareholder for the purpose of acquiring at his death shares of its stock owned by the shareholder or by the spouse or children of the shareholder;
- (q) To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other entity; and
- (r) To do any act authorized by law.

#### ARTICLE III

The maximum number of shares that the corporation is authorized to have outstanding at any time shall be one hundred (100) shares of common stock at no par value.

#### ARTICLE IV

The street address of the principal office of this corporation will be 1401 N.W. 78th Avenue, Miami, Florida 33126.

#### ARTICLE V

The initial street address of the Corporation's registered office is 1401 N.W. 78th Avenue, Miami, Florida 33126. The initial registered agent for the Corporation at that address is Jairo Rengifo.

#### ARTICLE VI

The names and post office addresses of the first Board of Directors, who shall hold office for the first year of the corporation's existence, or until their successors are elected and have qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Jairo Rengifo	1401 N.W. 78th Avenue Miami, Florida 33126

#### ARTICLE VII

The name and street address of the person signing these articles of incorporation is Jairo Rengifo, 1401 N.W. 78th Avenue, Miami, Florida 33126.

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

ARTICLE VIII

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

First. That Supernova Farms, Inc., desiring to organize under the laws of the State of Florida with its registered office indicated in the Articles of Incorporation at 1401 N.W. 78th Avenue, Miami, Florida 33126, has named Jairo Rengifo as its agent to accept service of process within this state. The undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

ACKNOWLEDGMENT:

Having been named to accept service of process for Supernova Farms, Inc., 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.

  
Jairo Rengifo, Resident Agent

ARTICLE IX

The 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 Stockholders, and approved at a Stockholders' Meeting by a majority of the stockholders entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE X

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, We have hereunto set our hands and seals this 11 day of August, 1999.

  
Jairo Rengifo

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF Florida :

COUNTY OF Broward : SS.

The foregoing instrument (Articles of Incorporation for Supernova Farms, Inc.) was acknowledged before me this 17<sup>th</sup> day of AUGUST, 1999, by Jairo Rengifo, who is personally known to me ~~or who has produced~~ \_\_\_\_\_ as identification.

My commission expires:



JOEL S FASS  
My Commission CC508327  
Expires Nov. 15, 1999

Joel S. Fass

Signature of Acknowledger

JOEL S. FASS

Typed/Printed Name of Acknowledger

NOTARY

Title or Rank

Serial Number, if any