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ACCOUNT NO. : 072100000032

REFERENCE : 379536 7146887

AUTHORIZATION :

Patricia Pignatelli

COST LIMIT : \$ 70.00

ORDER DATE : September 20, 1999

ORDER TIME : 5:01 PM

ORDER NO. : 379536-005

CUSTOMER NO: 7146887

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CUSTOMER: Barry M. Sickles, Esq
BARRY M. SICKLES, ESQ.
BARRY M. SICKLES, ESQ.
3300 University Dr.
Suite 210
Coral Springs, FL 33065

DOMESTIC FILING

NAME: LPCB CORPORATION

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Erika Carlson

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP 21 PM 1:37
RECEIVED
99 SEP 21 AM 10:35
TALLAHASSEE, FLORIDA

9/21/99

**ARTICLES OF INCORPORATION
OF
T. L. C. CITRUS MANAGEMENT, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP 21 PM 1:37

ARTICLE I-Name

The name of this corporation is T. L. C. Citrus Management, Inc.

ARTICLE II- Principal Office

The address of the principal office is 809 S. Marion Road, Avon Park, Florida 33825, and the mailing address shall be the same.

ARTICLE III-Duration

This corporation shall have perpetual existence.

ARTICLE IV-Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE V-Capital Stock

This corporation is authorized to issue Eight Thousand (8,000) shares of One Dollar (\$1.00) par value common stock which shall be designated "Common Shares".

ARTICLE VI-Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII-Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 227 North Ridgewood Drive, Sebring, Florida 33870 and the name of the initial registered agent of this corporation at that address is Clifford R. Rhoades.

ARTICLE VIII-Initial Board of Directors

This corporation shall have one (1) director(s) initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one (1). The name and address of the initial Directors of this corporation are:

Richard A. Carter, President
809 S. Marion Rd.
Avon Park, Florida 33825

Tracy L. Carter, Secretary/Treasurer
809 S. Marion Rd.
Avon Park, Florida 33825

ARTICLE IX-By-Laws

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE X-Shareholders Meeting Required

Any action of the shareholders of this corporation must be taken at a meeting of shareholders of this corporation, duly called as provided by law.

ARTICLE XI-Amendment

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XII-Incorporator

The name and address of the person signing these articles is:

Clifford R. Rhoades
227 North Ridgewood Drive
Sebring, Florida 33870

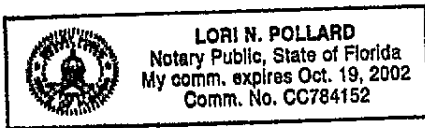
IN WITNESS WHEREOF, the undersigned subscribed has executed these Articles of Incorporation this 16th day of September, 1999.


Clifford R. Rhoades

STATE OF FLORIDA
COUNTY OF HIGHLANDS

BEFORE ME, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared Clifford R. Rhoades who is personally known to me or who has produced N/A as identification, who did not take an oath, and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed by official seal, in the state and county aforesaid, this 16th day of September, 1999.




Notary Public

My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in the foregoing Articles of Incorporation, I hereby accept the appointment as Registered Agent of T. L. C. Citrus Management, Inc. and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATED this 16th day of September, 1999.


Clifford R. Rhoades, Registered Agent

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