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October 20, 1999

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Department of State
Division of Corporations
409 East Gaines Street
P. O. Box 6327
Tallahassee, FL 32314

RE: MERCHANT'S FRUIT CORPORATION, INC.

Dear Sir or Madam:

Enclosed please find original and one copy of the Articles of Incorporation for the above-referenced corporation. Also enclosed is Mr. Raikes's check for the following:

Filing fee	\$70.00
Certified Copy of Articles	<u>8.75</u>
Amount of check	\$78.75

Thank you for your prompt attention to this matter. If you have any questions, please feel free to contact me.

Very truly yours,


Patty Mayer
Assistant to William E. Raikes, III, Esq.

PHM/phm
Enclosure

FILED
99 NOV - 1 AM 11:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOV 3 1999

**ARTICLES OF INCORPORATION
OF
MERCHANT'S FRUIT CORPORATION**

FILED
99 NOV -1 AM 11:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this corporation is Merchant's Fruit Corporation.

ARTICLE II

NATURE OF BUSINESS

The nature of business to be transacted by the corporation shall be: fruit shipping and packing and any other business which may be lawfully carried out by a Florida corporation.

ARTICLE III

CAPITAL STOCK

This Corporation shall have one (1) class of common stock having a par value of One Dollar (\$1.00) per share and the same shall be fully paid and non-assessable. The maximum number of shares of said stock this Corporation is authorized to have outstanding at any one time is Seven Thousand (7,000) shares.

ARTICLE IV

INITIAL CAPITAL

The amount of capital with which this Corporation shall begin business is Five Hundred (\$500.00) Dollars.

ARTICLE V

TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI

ADDRESS

The initial street address of the principal office of this Corporation in the State of Florida is: 100 Avenue A, Suite D, Fort Pierce, Florida 34950. The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE VII

DIRECTORS

This Corporation shall initially have one (1) Director. The number of Directors may be increased or diminished from time to time by the By-Laws adopted by the stockholder(s), but shall never be less than one (1).

ARTICLE VIII

INITIAL DIRECTOR

The name and address of the initial Director is:

NAME

ADDRESS

Clyde E. Merchant

6737 Darter Court
Fort Pierce, Florida 34945

ARTICLE IX

SUBSCRIBER

The name and address of the Subscriber of these Articles of Incorporation is as follows:

NAME

ADDRESS

Clyde E. Merchant

6737 Darter Court
Fort Pierce, Florida 34945

ARTICLE X

REGISTERED RESIDENT AGENT AND REGISTERED OFFICE

The name and address of the Registered Resident Agent and his Registered Office to accept service of process within the State for this Corporation is:

NAME

ADDRESS

Clyde E. Merchant

6737 Darter Court
Fort Pierce, Florida 34945

ARTICLE XI

AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Each 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; provided, however, amendments may also be made to these Articles of Incorporation upon all of the Directors and Stockholders signing a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

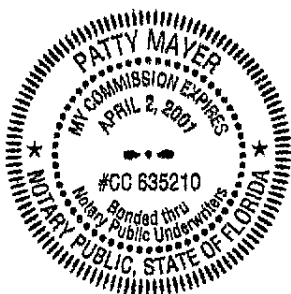
IN WITNESS WHEREOF, the undersigned subscribing Incorporator and Subscriber, a natural person competent to contract, hereunto sets his hand and seal this 21 day of October, 1999.

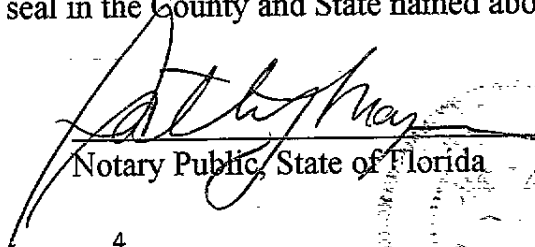

CLYDE E. MERCHANT

STATE OF FLORIDA
COUNTY OF ST. LUCIE

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgments, personally appeared CLYDE E. MERCHANT, who is personally known to me or who did provide Fla Dr. Lic as identification, and who executed the foregoing Articles of Incorporation, and he/she acknowledged before me that he/she executed and subscribed to these Articles of Incorporation.

Witness my hand and official seal in the County and State named above this 21st day of October, 1999.




Notary Public, State of Florida

ACKNOWLEDGMENT OF
REGISTERED RESIDENT AGENT

Having been named Registered Resident Agent to accept service of process for Merchant's Fruit Corporation, at the place designated in this certificate, I hereby accept the designation as Registered Resident Agent and agree to comply with all of the provisions of Chapter 48, Florida Statutes, as amended.



CLYDE E. MERCHANT
Registered Resident Agent

FILED
99 NOV -1 AM 11:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA