

# MACKEY, MACKEY & HALL, P.A.

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November 12, 1999

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

ATTENTION: New Filings

Re: Lake Manatee Vegetable Corp.

Dear Sir/Madam:

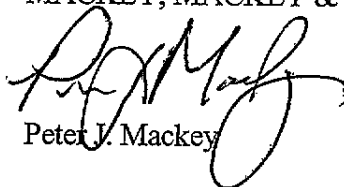
Please find enclosed an original and one copy of the Articles of Incorporation along with a Certificate of Designation for Registered Agent for Lake Manatee Vegetable Corp. We have also enclosed a check in the amount of \$78.75.

Thank you for your cooperation and assistance. If there are questions or problems, please call collect at (941) 746-6225.

Sincerely,

MACKEY, MACKEY & HALL, P.A.

Peter J. Mackey



PJM/lam  
Enclosures

FILED  
99 NOV 16 AM 11:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. Burch NOV 18 1999

**ARTICLES OF INCORPORATION  
OF  
LAKE MANATEE VEGETABLE CORP.**

FILED  
99 NOV 16 AM 11:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as an incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

**ARTICLE I**

The name of the corporation is Lake Manatee Vegetable Corp.

**ARTICLE II**

The period of duration of the corporation is perpetual.

**ARTICLE III**

The purpose or purposes for which the corporation is organized are to engage in any activity or business permitted under the laws of the United States and of this state.

**ARTICLE IV**

**Authorized Shares.** The aggregate number of shares that the corporation shall have the authority to issue is 1000 shares of Capital Stock with a value of \$1.00 par value.

**Stated capital.** The sum of the 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.

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

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

#### **ARTICLE V**

The initial street address in Florida of the initial registered office of the corporation is Mackey, Mackey & Hall, P.A., 1402 Third Avenue West, Bradenton, Florida 34205, and the name the initial registered agent at such address is Peter J. Mackey.

#### **ARTICLE VI**

The initial board of directors shall consist of one member, who need not be a resident of the State of Florida or shareholders of the corporation.

#### **ARTICLE VII**

The name and address of the person who shall serve as initial director until the first annual meeting of shareholders, or until their successor shall have been elected and qualified is as follows:

<b><u>Name</u></b>	<b><u>Number &amp; Street</u></b>	<b><u>City, State &amp; Zip Code</u></b>
Mark Murray	1272 Blueberry Court	Altamonte Springs, FL 32714

#### **ARTICLE VIII**

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

<b><u>Name</u></b>	<b><u>Number &amp; Street</u></b>	<b><u>City, State &amp; Zip Code</u></b>
Peter J. Mackey	1402 Third Avenue West	Bradenton, Florida 34205

#### **ARTICLE IX**

An affirmative vote of a majority of the outstanding shares of the corporation shall be required for any shareholder action.

#### **ARTICLE X**

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

#### ARTICLE XI

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 of the shares of the stock of this corporation as may be issued for (money, or any property or services) from time to time, 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 of all shares of common stock currently (authorized and issued).

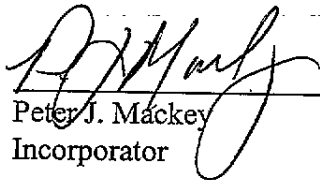
#### ARTICLE XII

The address of the principal office of the corporation is 1272 Blueberry Court, Altamonte Springs, Florida 32714.

#### ARTICLE XIII

The shareholders shall not be personally liable for the debts of the corporation.

IN WITNESS WHEREOF, the undersigned has made and subscribed of these articles of incorporation at the law office of Mackey, Mackey & Hall, P.A., 1402 Third Avenue West, Bradenton, Florida 34205, on the 12 day of ~~March~~ <sup>November</sup>, 1999.

  
Peter J. Mackey  
Incorporator

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

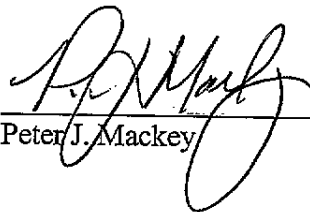
Pursuant to the provisions of Section 607.0501, Florida Statutes (1993), the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent and his Florida office:

1. The name of the corporation is Lake Manatee Vegetable Corp.
2. The name and address of the registered agent and office is:

Name: Peter J. Mackey  
Address: 1402 Third Avenue West, Bradenton, Florida 34205

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT 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: November 12, 1999

  
Peter J. Mackey

99 NOV 16 AM 11:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED