

P99000103323

JEFF J. MCKIBBEN

ATTORNEY AT LAW

POST OFFICE BOX 1748
WAUCHULA, FLORIDA 33873

(941) 773-4449
TELECOPIER
(941) 773-0223

October 1, 1999

Bureau of Corporate Records
Post Office Box 6327
Tallahassee, FL 32314

800003009648--3
-10/08/99--01043--002
*****78.75 *****78.75

IN RE: Articles of Incorporation of

Gentlemen:

Enclosed please find the Original and one (1) copy of the Articles of Incorporation of **OLD FLORIDA CORPORATION**, which includes therein the designation of and acceptance by the registered agent. Also enclosed is a check for \$78.75 covering the following:

Filing Fee	\$ 35.00
Certified Copy of Articles	\$ 8.75
Designation of registered Agent	\$ 35.00
TOTAL	\$ 78.75

Once the Articles are filed, please send a certified copy to this office at the above address.

Thank you for your assistance in this matter.

Sincerely yours,



Jean Graham
Secretary to Mr. McKibben

vjg
enclosures as stated herein

G:\CORPORATION\OLD-FLA\T1
10433.014

~~1099-63555~~

FILED
99 NOV 29 AM 7:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOV 30 1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

October 13, 1999

JEAN GRAHAM
JEFF J. MCKIBBEN, ESQ.
P.O. BOX 1748
WAUCHULA, FL 33873

SUBJECT: OLD FLORIDA CORPORATION
Ref. Number: W99000023555

We have received your document for OLD FLORIDA CORPORATION and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6933.

Teresa Brown
Corporate Specialist

Letter Number: 699A00049366

FILED
99 NOV 29 AM 7:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

FLORIDA FLATWOODS, CORP.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is **FLORIDA FLATWOODS, CORP.**

ARTICLE II - NATURE OF BUSINESS

The general character, purpose, and nature of business to be transacted by this corporation is to operate an agricultural related enterprise, as well as any other activity or business legally permissible under the applicable laws of the State of Florida or the United States of America.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 7,500 shares of common stock, each share having a par value of \$1.00. Said authorized shares shall be voting shares.

Authorized capital stock may be paid for in cash, services or property at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is \$1,000.00.

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 is to be at 194 Will Duke Road, Wauchula, Florida 33873. The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

ARTICLE VII - REGISTERED AGENT

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

That **FLORIDA FLATWOODS, CORP.**, desiring to organize under the laws of the State of Florida, with its principal office in the City of Wauchula, County of Hardee, has named Charles E. Best, located at 194 Will Duke Road, Wauchula, Hardee County, Florida 33873, as its agent to accept service of process within this State and does designate 194 Will Duke Road, Wauchula, FL 33873 as the registered office.

ARTICLE VIII - DIRECTORS

This corporation shall have four (4) director initially. The number of directors may be increased or diminished from time to time by the bylaws.

ARTICLE IX - INITIAL DIRECTORS

The name and the street address of the initial director, who shall hold office until his successor is elected and has qualified, is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Edgar L. Davis	Post Office Box 1087 Wauchula, FL 33873
Charles E. Best	Post Office Box 1087 Wauchula, FL 33873
William Keith Davis	Post Office Box 1087 Wauchula, FL 33873
Gayle D. Best	Post Office Box 1087 Wauchula, FL 33873

ARTICLE X - OFFICERS

The officers of the corporation, who shall hold office until their successors are elected by the Board of Directors, shall be:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
Edgar L. Davis	President	Post Office Box 1087 Wauchula, FL 33873
Charles E. Best	Vice President	Post Office Box 1087 Wauchula, FL 33873
William Keith Davis	Vice President	Post Office Box 1087 Wauchula, FL 33873
Gayle D. Best	Secretary/ Treasurer	Post Office Box 1087 Wauchula, FL 33873

ARTICLE XI - SUBSCRIBER

The name and the street address of the subscriber to these Articles of Incorporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>AMOUNT</u>
Charles E. Best.	Post Office Box 1087 Wauchula, FL 33873	1,000	\$1,000.00

ARTICLE XII - EFFECTIVE DATE

These Articles of Incorporation shall be effective on the date of filing hereof.

ARTICLE XIII - AMENDMENT

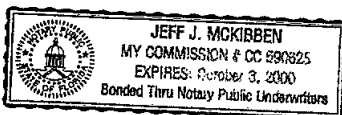
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by it to the stockholders, and approved at a stockholders' meeting by a majority (51%) of the stockholders entitled to vote thereon, manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged, and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 18th day of October, 1999.


CHARLES E. BEST

STATE OF FLORIDA :
COUNTY OF HARDEE :

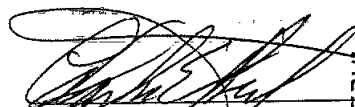
The foregoing instrument was acknowledged before me this 18th day of October, 1999, by CHARLES E. BEST, who is personally known to me.




NOTARY PUBLIC / JEFF J. McKIBBEN
STATE OF FLORIDA AT LARGE

ACCEPTANCE

HAVING BEEN NAMED to accept service of process for the above-stated corporation, 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.


CHARLES E. BEST
Registered Agent

FILED
99 NOV 29 AM 7:30
TALLAHASSEE, FLORIDA
SECRETARY OF STATE