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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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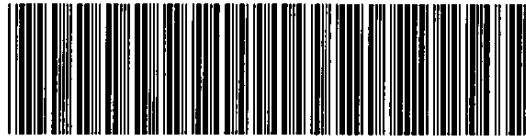
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2006 JUL 21 P 3:02

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7-21-06
2006

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. MASTRONARDI PRODUCE-USA, INC.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. STATE OF MICHIGAN

(State or country under the law of which it is incorporated)

3. 20-3902640

(FEI number, if applicable)

4. NOVEMBER 4, 2005

(Date of incorporation)

5. PERPETUAL

(Duration: Year corp. will cease to exist or "perpetual")

6. JANUARY 1, 2006

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 14241 FIVE M CENTRE DRIVE, ROMULUS, MI 48174

(Principal office address)

"SAME"

(Current mailing address)

8. REFRIGERATED WAREHOUSE STORAGE AND RELATED SERVICES

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: WARREN R. SHEETZ, Jr.

Office Address: 2560 OLD COMBEE RD, SUITE 1

LAKELAND

(City)

, Florida 33805-9560

(Zip code)

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10. **Registered agent's acceptance:**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

X Warren R. Sheetz Jr.
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: DONALD U. MASTRONARDI

Address: 14241 FIVE M CENTRE DRIVE
ROMULUS, MI 48174

Vice Chairman: PAUL MASTRONARDI

Address: 14241 FIVE M CENTRE DRIVE
ROMULUS, MI 48174

Director: MARNE SAFRANCE

Address: 14241 FIVE M CENTRE DRIVE
ROMULUS, MI 48174

Director: _____

Address: _____

B. OFFICERS

President: DONALD U. MASTRONARDI

Address: 14241 FIVE M CENTRE DRIVE
ROMULUS, MI 48174

Vice President: PAUL MASTRONARDI

Address: 14241 FIVE M CENTRE DRIVE
ROMULUS, MI 48174

Secretary: MARNE SAFRANCE

Address: 14241 FIVE M CENTRE DRIVE, ROMULUS, MI 48174

Treasurer: MARNE SAFRANCE

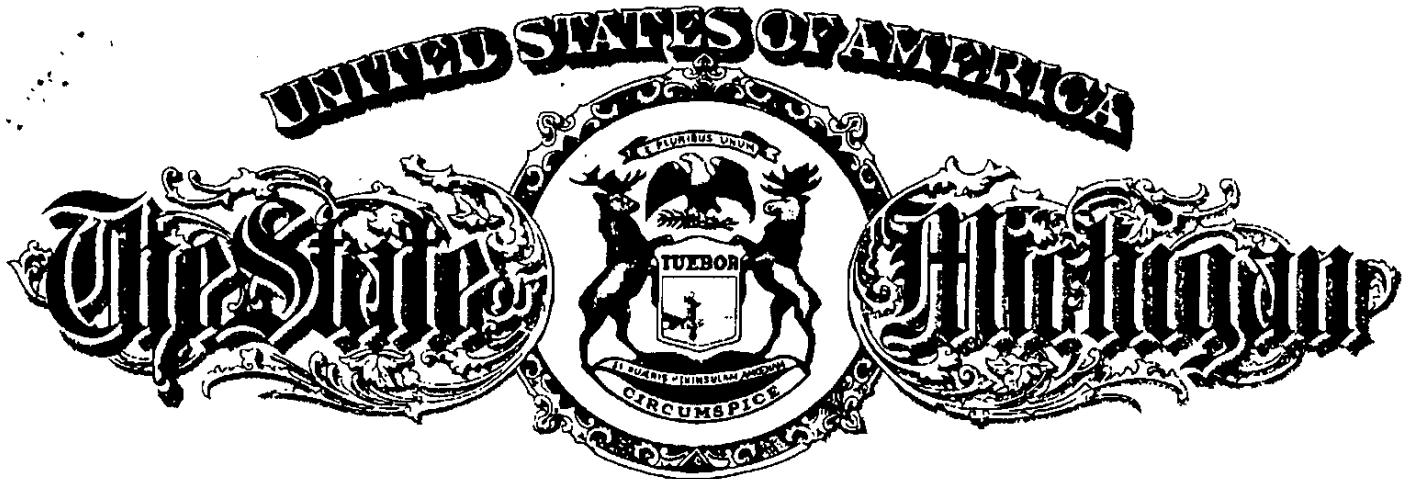
Address: 14241 FIVE M CENTRE DRIVE, ROMULUS, MI 48174

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. X *Marne Safrance*
(Signature of Director or Officer listed in number 12 of the application)

14. MARNE SAFRANCE, SECRETARY
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA



Michigan Department of Labor & Economic Growth

Lansing, Michigan

This is to Certify That

MASTRONARDI PRODUCE-USA, INC.

was validly incorporated on November 4, 2005, as a Michigan profit corporation, and said corporation is validly in existence under the laws of this state.

This certificate is issued pursuant to the provisions of 1972 PA 284, as amended, to attest to the fact that the corporation is in good standing in Michigan as of this date and is duly authorized to transact business and for no other purpose.

This certificate is in due form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.

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TALLAHASSEE, FLORIDA

In testimony whereof, I have hereunto set my hand, in the City of Lansing, this 10th day of July, 2006.

Andrew S. Metcalfe, Director