

FO7000000/286

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

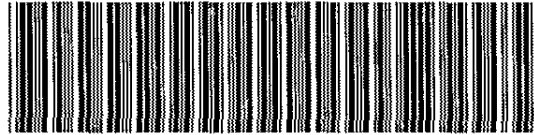
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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cf. 3-8

FILINGS, INC. TERESA ROMAN

(Requestor's Name)

2805 LITTLE DEAL ROAD

(Address)

TALLAHASSEE, FLORIDA 32308

385-6735

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Gestion PRO VEG, Inc
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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NEW FILINGS	
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☐	NonProfit
☐	Limited Liability
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☐	Other

AMENDMENTS	
☐	Amendment
☐	Resignation of R.A., Officer/Director
☐	Change of Registered Agent
☐	Dissolution/Withdrawal
☐	Merger

OTHER FILINGS	
☐	Annual Report
☐	Fictitious Name
☐	Name Reservation

REGISTRATION/ QUALIFICATION	
☒	Foreign
☐	Limited Partnership
☐	Reinstatement
☐	Trademark
☐	Other

Examiner's Initials

MARK J. NOWICKI

LAWYER

480 MAPLEWOOD DRIVE, SUITE 2

JUPITER, FL 33458-5845

MARK J. NOWICKI
ALSO ADMITTED IN COLORADO
AND MONTANA

OF COUNSEL
KENNEDY & ASSOCIATES, P.L.

TELEPHONE 561 746-9200
TELEFAX 561 746-9204
EMAIL mnowickiesq@aol.com
WEB www.nowickilaw.com

BOARD CERTIFIED IN TAXATION
PRACTICE LIMITED TO
ESTATE PLANNING,
INCOME TAX PLANNING AND
RELATED FEDERAL TAX MATTERS

March 6, 2007

Florida Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

BY HAND DELIVERY

Re: Gestion Pro Veg, Inc. Application by Foreign Corporation for Authorization to Transact
Business in Florida

Dear Madam:

I enclose the referenced application on behalf of Gestion Pro Veg, Inc., a Canadian Corporation accompanied by a Certificate of Existence and check in the amount of \$87.50 as a filing fee and fee for Certificate of Status and certified copy. The original Certificate of Existence is issued in french and the enclosed translation of this Certificate, under oath of the translator has been submitted.

If you need addition information please contact me immediately.

Sincerely,


Mark J. Nowicki

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. Gestion Pro Veg, 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. Quebec, Canada

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

3. _____
(FEI number, if applicable)

4. May 21, 2002

(Date of incorporation)

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

6. 9/29/06

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

7. 147, Rang St-Paul, Sherrington, Québec, Canada J0L 2N0

(Principal office address)

c/o Tom Basore, 2305 Cypress Lane, Belle Glade, Florida 33430
(Current mailing address)

8. Engaging in lawful business activity.

(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: Mark J. Nowicki, Esquire

Office Address: 480 Maplewood Drive, Suite 2

Jupiter, Florida 33458
(City) (Zip code)

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.

(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.

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2007 MAR -7 AM 11:21

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: Gerry Van Winden

Address: 540, chemin William, Hemmingford, Québec J0L 1H0

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Gerry Van Winden

Address: 540, chemin William, Hemmingford, Québec J0L 1H0

Vice President: Jean-Bernard Van Winden

Address: 316, rang St-André, Napierville, Québec J0L 1L0

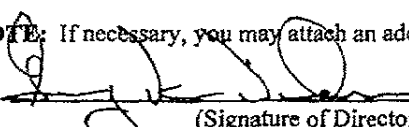
Secretary: Anthony Fantin

Address: 66, Place Jean-Yves, Ile-Bizard, Québec H9E 1K8

Treasurer: _____

Address: _____

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

13. 

(Signature of Director or Officer listed in number 12 of the application)

14. GERRY VAN WINDEN

ANTHONY FANTIN

(Typed or printed name and capacity of person signing application)

AVIS RELATIF À LA COMPOSITION DU CONSEIL D'ADMINISTRATION

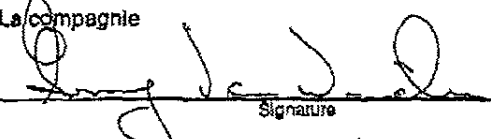
Loi sur les compagnies (L.R.Q., c. C-38, partie 1A)

Procédure et explications

1. Dénomination sociale Gestion Pro Veg inc.	
2. Administrateurs de la compagnie	
Nom et prénom	Adresse complète (incluant le code postal)
Van Winden Gerry	540, chemin William, Hemmingford (Québec) J0L 1H0
Van Winden Denys	139, rang St-Paul, St-Patrice de Sherrington (Québec) J0L 2N0
Van Winden Stéphan	258 rue Tremblay, St-Patrice de Sherrington (Québec) J0L 2N0
Van Winden Jean-Bernard	316, rang St-André, Napierville (Québec) J0J 1L0
Guérin Jean-Paul	107, rang St-Pierre Ouest, St-Patrice de Sherrington (Québec) J0L 2N0
Fantin Anthony	66, Place Jean-Yves, Ile-Bizard (Québec) H9E 1K8
Henderson Claudine	540, chemin William, Hemmingford (Québec) J0L 1H0

Si l'espace est insuffisant, joindre une annexe en deux exemplaires.

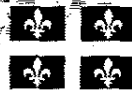
La compagnie


Signature

Fondateur
Fonction du signataire

Espace réservé à l'administration

Gouvernement du Québec déposé le 21 MAI 2002 L'inspecteur général des institutions financières



CERTIFICAT DE CONFORMITÉ

Loi sur la publicité légale des entreprises individuelles,
des sociétés et des personnes morales

(L.R.Q., chap. P-45, art. 80 et 517)

J'atteste que le document ci-joint est une copie conforme d'un document
contenu dans les registres et archives ou déposé au registre des
entreprises individuelles, des sociétés et des personnes morales,
concernant l'extrait des statuts de constitution de

GESTION PRO VEG INC.

Le 14 février 2007

1160832466

Registraire
des entreprises

Québec



Maxime Sureau

Registraire des entreprises adjoint par intérim

Juganville Marc-François (art 316.16)

Contresignataire



CERTIFICAT DE CONSTITUTION

Loi sur les compagnies, Partie IA
(L.R.Q., chap. C-38)

J'atteste par les présentes que la compagnie

GESTION PRO VEG INC.

a été constituée le **21 MAI 2002**, en vertu de la
partie IA de la Loi sur les compagnies, tel qu'indiqué dans les
statuts de constitution ci-joints.



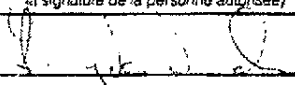
Déposé au registre le 29 mai 2002
sous le matricule 1160832466

R. S. Turcotte
Inspecteur général des institutions financières

1910V16P64G22MA

STATUTS DE CONSTITUTION
Loi sur les compagnies (L.R.Q., c. C-38, partie 1A)

Procédure et explications

1. Dénomination sociale Gestion Pro Veg inc		
2. District judiciaire du Québec où la compagnie établit son siège social Iberville	3. Nombre précis ou nombres minimal et maximal d'administrateurs Un (1) à dix (10)	4. Date d'entrée en vigueur si elle est postérieure à celle du dépôt
5. Description du capital-actions Annexe 1		
6. Restrictions sur le transfert des actions le cas échéant Annexe 2		
7. Limites imposées à son activité le cas échéant N/A		
8. Autres dispositions Annexe 3		
9. Fondateurs		
Nom et prénom	Adresse incluant le code postal (s'il s'agit d'une personne morale indiquer le siège social et la loi constitutive)	Signature de chaque fondateur (s'il s'agit d'une personne morale apposer la signature de la personne autorisée)
Van Winden Gerry	540, chemin William, Hammingford (Québec) J0L 1H0	

Si l'espace est insuffisant joindre une annexe en deux exemplaires

Espace réservé à l'administration

Gouvernement du Québec
déposé le
21 MAI 2002
L'inspecteur général des
institutions financières



CERTIFICATE OF CONFORMITY

*Act respecting the legal publicity of sole
proprietorships, partnerships and legal persons
(R.S.Q., Chap. P-45, ss. 80 and 517)*

*I certify that the document attached hereto is a true copy of a
document contained in the registers and archives or filed in
the register of sole proprietorships, partnerships and legal
persons, relating to the articles of incorporation of*

GESTION PRO VEG INC.

On February 14, 2007

1160832466

((Seal of the
Enterprise
Registrar

((Signature
Interim Deputy Enterprise Registrar

((Signature
Counter-signing officer

R432V26P64G21PA

((End of Translation

I certify that the above translation is in all
respects a true and correct translation of
☐ the original document
☐ a copy of the original document
written in the French
language.

Association's Reg. No.: 7-T-169

Translator: Shingji

P/YIP Andrea

Solemnly declared and signed before me in the
City of Montreal, Province of Quebec, on this
23 day of February, 2007.

COMMISSAIRE À L'ASSÉNTIMENT
Paul KELENY 128 488
COMMISSIONER OF OATHS
A.T.I.J. / A.L.C.I.T.
440 EST, RUE ST-ANTOINE
MONTREAL H2Y 1A5 CANADA
TEL: (514) 845-3111 FAX: (514) 845-3006

Pour tous les districts judiciaires du Québec
et pour l'extérieur du Québec.
For all the judicial districts of Quebec and for
outside of Quebec.

Québec

CERTIFICATE OF INCORPORATION

Companies Act, Part IA
(R.S.Q., Chap. C-38)

I hereby certify that the company

GESTION PRO VEG INC.

was incorporated on **MAY 21, 2002**, under Part IA of the
Companies Act, as indicated in the articles of incorporation
attached hereto.

**Filed in the Register on May 29, 2002
under the registration number 1160832466**

((Seal of the
Inspector General
of Financial Institutions

((Signature
Inspector General of Financial Institutions

I910V16P64G22MA

((End of Translation

I certify that the above translation is in all
respects a true and correct translation of

- ☐ the original document
☐ a copy of the original document

written in the French
language.

Association's Reg. No.: 7-TA-170

Translator: YIP Andrea

Solemnly declared and signed before me in the
City of Montreal, Province of Quebec, on this
23 day of February 2002.

COMMISSAIRE À L'ASSÉSORATION
Paul KELENY 128 488
COMMISSIONER OF OATHS
A.T.I.J. / A.L.C.I.T.
440 EST, RUE ST-ANTOINE
MONTRÉAL H2Y 1A5 CANADA
TEL: (514) 845-3111 FAX: (514) 845-3006

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et pour l'extérieur du Québec.
For all the judicial districts of Quebec and for
outside of Quebec.

Québec

Inspector General
of Financial Institutions

FORM 1

ARTICLES OF INCORPORATION

Companies Act (R.S.Q., c. C-38, Part IA)

Procedure and explanations

1. Corporate name Gestion Pro Veg Inc.		
2. Judicial district of Québec in which the Corporation's head office is situated Iberville	3. Exact number or minimum or maximum number of directors One (1) to ten (10)	4. Effective date if later than that of filing ((Blank
5. Description of share capital Schedule 1		
6. Restrictions on the transfer of shares, if any Schedule 2		
7. <u>Limits imposed</u> on its operations, if any N/A		
8. <u>Other provisions</u> Schedule 3		
9. Founders		
Surname and given name	Address, including postal code (in the case of a legal person, indicate the head office and the incorporating act)	Signature of each founder (in the case of a legal person, signature of the authorized person)
Van Winden Gerry	540 Wilson Road, Hemmingford, Quebec J0L 1H0	((Signature

If more space is needed, attach a schedule in two copies.

Space reserved for the administration

((Stamp:

Government of Québec
Filed on

MAY 21, 2002

Inspector General
of Financial Institutions

I certify that the above translation is in all respects a true and correct translation of

☐ the original document

☐ a copy of the original document

written in the French language.

Association's Reg. No.: 7-TA-171

Translator: [Signature]

Solemnly declared and signed before me in the City of Montreal, Province of Quebec, on this

23 day of February 2007

[Signature]
COMMISSIONER OF OATHS
Paul KELENY 125 488
A.T.I.J. / A.L.C.I.T.
440 EST. RUE ST-ANTOINE
MONTREAL H2Y 1A5 CANADA
TEL: (514) 845-3111 FAX: (514) 845-3006

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For all the judicial districts of Quebec and for outside of Quebec.

