

M00000001795

American Food Products, LLC
P. O. Box 419
Clearwater, FL 33757

Telephone (727) 449-9755
Facsimile (727) 449-1881

August 29, 2000

Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

~~700003380387--8~~

RE: Application By Foreign Limited Liability Company For Authorization to Transact
Business in Florida
Certificate of Designation of Registered Agent/Registered Office

Ladies and Gentlemen:

700003380387--8
-09/01/00--01070--003
****160.00 ****160.00

We have completed and enclosed the referenced forms along with our check for \$160.00, which is to be applied as follows:

- \$100.00 Filing Fee for Application
- \$ 25.00 Designation of Registered Agent
- \$ 30.00 Certified Copy
- \$ 5.00 Certificate of Status
- \$160.00 Total Payment Due

FILED
00 SEP - 1 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have also enclosed an original certificate of existence, duly authenticated by the State of Delaware, Secretary of State, the official having custody of records in the state in which we are formed. You will note the certificate was issued August 22, 2000.

Please process our Application and Certificate as soon as possible.

Very truly yours,

Paul F. Gibson

Paul F. Gibson
Chief Manager

M00-1795

Name Availability	<i>9-6</i>
Document Exempt	<i>CE</i>
Updated	<i>CE</i>
Updater Verified	<i>CE</i>
Acknowledgment	<i>CE</i>
W.P. Verifier	<i>CE</i>

Enclosure

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. American Food Products, LLC (Name of foreign limited liability company)

2. State of Delaware (Jurisdiction under the law of which foreign limited liability company is organized) 3. 36-4384619 (FEI number, if applicable)

4. August 4, 2000 (Date of Organization) 5. Perpetual (Duration: Year limited liability company will cease to exist or "perpetual")

6. None conducted yet (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 533 Cleveland Street Clearwater, FL 33755 (Street address of principal office)

8. If limited liability company is a manager-managed company, check here [checked]

9. The usual business addresses of the managing members or managers are as follows:

533 Cleveland Street Clearwater, FL 33755 (Physical Address) P.O. Box 419 Clearwater, FL 33757 (Mailing Address)

SECRETARY OF STATE TALLAHASSEE, FLORIDA 00 SEP - 1 PM 5: 00

FILED

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: food and beverage brokerage and distribution, primarily international.

Signature of a member or an authorized representative of a member. (In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Paul F. Gibson Typed or printed name of signee

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

American Food Products, LLC

2. The name and the Florida street address of the registered agent and office are:

Food Cart Systems, Inc.
(Name)

533 Cleveland Street
Florida street address (P.O. Box NOT ACCEPTABLE)

Clearwater FL 33755
City/State/Zip

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 SEP - 1 PM 5: 00

FILED

Having been named as registered agent and to accept service of process for the above stated limited liability company 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 as provided for in Chapter 608, F.S..

Paul D. Wilson, President
(Signature)

Food Cart Systems, Inc.

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AMERICAN FOOD PRODUCTS, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SECOND DAY OF AUGUST, A.D. 2000.



Edward J. Freel
Edward J. Freel, Secretary of State

AUTHENTICATION: 0631544

3269647 8300

001421021

DATE: 08-22-00