

Florida Department of State

Division of Corporations **Electronic Filing Cover Sheet**

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H16000001148 3)))



Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations

Fax Number : (850)617-6381

From:

Account Name : SHUTTS & BOWEN LLP (ORLANDO)

Account Number : 120030000004 Phone : (407)835-6769 Fax Number : (407)843-4076

Enter the email address for this business entity to be used for fulfille annual report mailings. Enter only one email address please.

Email Address:

corpmail@shutts.com

FLORIDA PROFIT/NON PROFIT CORPORATION FRESH BLENDS NORTH AMERICA, INC.

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$70.00

Electronic Filing Menu Corporate Filing Menu

Help

1/4/2016

01/04/2016 14:51 FAX

Fax Copy10th



16 JANH (6000001148 3)))

SECRETARY OF STATE
OF TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF FRESH BLENDS NORTH AMERICA, INC.

ARTICLE I NAME

The name of the corporation is FRESH BLENDS NORTH AMERICA, INC. (the "Corporation").

ARTICLE II PRINCIPAL OFFICE

The initial principal office and mailing address of the Corporation is 955 NW 17th Avenue, Building J, Delray Beach, FL 33445.

ARTICLE III COMMENCEMENT OF EXISTENCE

The existence of the Corporation commences on December 31, 2015.

ARTICLE IV CAPITAL STOCK

The CORPORATION IS AUTHORIZED TO ISSUE One million (1,000,000) shares of common stock having a par value of \$.001 per share. Without action by the shareholders, any or all of the authorized shares may be issued by this corporation from time to time for such consideration as may be fixed by the Board of Directors of this corporation.

ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The name of the registered agent of the Corporation in the State of Florida is Corporation Company of Orlando. The registered office of the initial registered agent in the state of Florida is located at 300 South Orange Avenue, Suite 1000 (RJN), Orlando, FL 32801. The Board of directors may, from time to time, change the registered agent or move the registered office to any other address in Florida.

(((H16000001148 3)))

ARTICLE VI INITIAL DIRECTORS

The initial Directors of the Corporation are as follows, each of whom shall serve until their resignation or removal in accordance with the Bylaws and applicable law:

Name and Address

<u>Title</u>

James Day 955 NW 17th Ave. Building J Delray Beach, FL 33445 Director

Marc-Alexander Lange 955 NW 17th Ave, Building J Delray Beach, FL 33445 Director

ARTICLE VII INCORPORATOR

The name and address of the Incorporator of this corporation is:

NAME

ADDRESS

Corporation Company of Orlando

300 South Orange Avenue Suite 1000 (RJN)

Orlando, FL 32801

ARTICLE VIII INDEMNIFICATION OF DIRECTORS AND OFFICERS

The Corporation shall indemnify its directors and officers to the full extent permitted by applicable law. No director of this Corporation shall be liable to said Corporation or its shareholders for monetary damages for breach of fiduciary duty as a director, except to the extent such exemption from liability or limitation thereof is not permitted under the Florida Business Corporation Act as the same exists or may hereafter be amended. Any amendment, modification or repeal of this Article VII shall not adversely affect any rights of protection of an officer or director of the Corporation in respect of any act or omission occurring prior to the time of such amendment, modification or repeal.

(((H160000011483)))

ARTICLE IX AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Either the shareholders or Board of Directors may repeal, amend, or adopt Bylaws for the Corporation pursuant to these Articles, except that the shareholders may prescribe in any Bylaw made by them that such Bylaw shall not be altered, repealed, or amended by the Board of Directors.

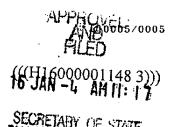
IN WITNESS WHEREOF, the undersigned, on behalf and in the name of the Incorporator as its authorized agent, has hereunto set his hand and affixed his seal this 4th day of January, 2016.

CORPORATION COMPANY OF ORLANDO

y:_____

J. Gregory Humphries, Esquire

Vice President



CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT OF FRESH BLENDS NORTH AMERICA, INC.

Pursuant to Section 48.091 and 607.0501, Florida Statutes, the undersigned, having been designated as the initial Registered Agent for the service of process within the state of Florida upon Fresh Blends North America, Inc., a corporation organized under the laws of the state of Florida, and having been made aware of the obligations and responsibilities of a Registered Agent, does hereby accept the appointment as such Registered Agent for the above-named corporation, and does hereby agree to comply with the provisions Section 48.091(2) relative to keeping open the Registered Office, which Registered Office is located at 300 South Orange Avenue, Suite 1000 (RJN), Orlando, FL 32801.

IN WITNESS WHEREOF, the undersigned, on behalf and in the name of the designated Registered Agent as its authorized representative, has hereunto set his hand and affixed his seal in Orlando, Orange County, FL, on this 4th day of January, 2016.

Corporation Company of Orlando

J. Gregory Humphries, Esquire

Vice President