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April 15, 1996

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

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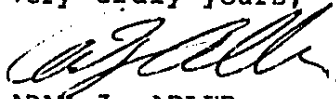
Re: Adler's Fresh Cut Herbs

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,



ADAM J. ADLER

Adler's Fresh Cut Herbs, Inc.  
P. O. Box 2248  
West Palm Beach, FL 33402  
(407) 835-4963

FILED  
96 MAY 21 PM 1:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

789,505,609,610,634,706,671  
w96-9829

REGISTER MAY 8 1996



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

May 8, 1996

ADAM J ADLER  
PO BOX 2248  
WEST PALM BEACH, FL 33402

SUBJECT: ADLERS FRESH CUT HERBS  
Ref. Number: W96000009829

We have received your document for ADLERS FRESH CUT HERBS and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

The designation of the registered agent must be at a Florida street address.

A post office box is not an acceptable address for the registered agent.

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

Please return 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 (904) 487-6919.

Beth Register  
Corporate Specialist Supervisor

Letter Number: 896A00022512

P. O. Box 2248  
West Palm BEach, FL 33402  
May 16, 1996

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

Attn: Both Register.  
Corporate Specialist Supervisor

Subject: ADLER'S FRESH CUT HERBS, INC.  
REG NUMBER: W96000009829

The enclosed documents are being resubmitted as corrections  
had to be made. The corrections are complete.

We apologize for the errors in the original submission. If you  
have any questions, please call me at (407) 835-4963.

Sincerely,

*Adam J. Adler*  
Adam J. Adler

Enclosures

Letter Number 896A00022512  
Articles of Incorporation (Original and 1 copy)

ARTICLES OF INCORPORATION

of

Adler's Fresh Cut Herbs, Inc.  
(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Adler's Fresh Cut Herbs, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue Five hundred shares ( 500 ) of One Dollar(s) (\$ 1.00 ) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	Adam J. Adler		
ADDRESS	1029 Ardmore Road		
CITY	West Palm Beach	FLORIDA	ZIP 33401

The principal office, if known, or the mailing address of the corporation is:

NAME	Adam J. Adler		
ADDRESS	P. O. Box 2248		
CITY	West Palm Beach	FLORIDA	ZIP 33402

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have One ( 1 ) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	Adam J. Adler		
ADDRESS	P. O. Box 2248		
CITY	West Palm Beach	STATE FL.	ZIP 33402
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

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TALLAHASSEE, FLORIDA

**ARTICLE VII - INCORPORATORS**

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAMÉ	Adam J. Adler		
ADDRESS	P O Box 2248		
CITY	West Palm Beach	STATE	FL ZIP 33402
NAMÉ			
ADDRESS			
CITY		STATE	ZIP
NAMÉ			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 24<sup>th</sup> day of April, 1996.

*Teresa S. Green*

**TERESA S. GREEN**  
 Notary Public, State of Florida  
 My Comm. Expires May 31, 1998  
 No. CC 376740  
 Bonded thru Official Notary Service

*[Signature]* \_\_\_\_\_ (Seal)

\_\_\_\_\_ (Seal)

\_\_\_\_\_ (Seal)

CERTIFICATE AND ACKNOWLEDGEMENT  
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT  
OF

FILED  
96 MAY 21 PM 1:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Adler's Frosh Cut Herbs, Inc.  
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:  
The above corporation, desiring to organize under the laws of the State of Florida with  
its registered office as indicated in the Articles of Incorporation

at 1029 Ardmore Rd.  
West Palm Beach, Florida

has named Adam J. Adler

located at the aforesaid address, as its Registered Agent to accept service of process  
within this state.

ACKNOWLEDGEMENT

Having been named as registered Agent to accept service of process for the above  
stated corporation at the place designated in this certificate, and being familiar with  
the obligations of that position, I hereby accept to act in this capacity, and agree to  
comply with the provisions of Florida Law in keeping open said office.

  
Adam J. Adler (registered agent)