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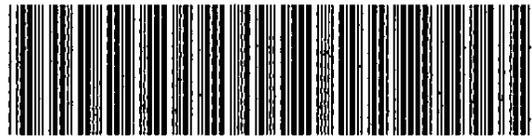
(Business Entity Name)

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Amended And Restated Art

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08 JUN 18 PM 03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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LEO ROSE, JR. (1917 - 1998)
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MILTON WEISS (1913 - 1980)

OF COUNSEL
SETH E. ELLIS

June 17, 2008

BOCA RATON OFFICE
2385 EXECUTIVE CENTER DRIVE
SUITE 190
BOCA RATON, FLORIDA 33431

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: Agriflora Corporation
File No.: 208174

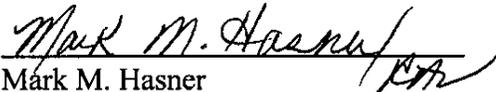
Dear Sir/Madam:

Enclosed herein are original Amended and Restated Articles of Incorporation for the above Corporation together with Check #1490 in the amount of \$35.00 to cover the cost of the filing fees.

Please return, to the undersigned, your recording date acknowledging the filing of the enclosed Articles.

Very truly yours,

THE RREL BAISDEN, P. A.

By: 
Mark M. Hasner

MMH:rav
Enclosures

cc: Alvaro Varela (w/o enclosures)

FILED

08 JUN 18 PM 2:03

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
AGRIFLORA CORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Pursuant to the provisions of Florida law, the undersigned Corporation adopts the following Amended and Restated Articles of Incorporation:

ARTICLE I

Name

The name of the corporation is AGRIFLORA CORPORATION.

ARTICLE II

Duration

This corporation shall have a perpetual existence, unless dissolved according to law and, commenced on the 8th day of October, 1980.

ARTICLE III

Purpose

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE IV

Capital Stock

The Corporation is authorized to issue one hundred (100) shares of One Dollar (\$1.00) par value common stock which shall be designated "Class A Voting Common Shares"; and one hundred (100) shares of One Dollar (\$1.00) par value common stock which shall be designated "Class B Nonvoting Common Shares". The Class A and Class B shares

shall be entitled in all respects to equal rights and privileges except that each share of Class A shall be entitled to one (1) vote and each share of Class B shall be nonvoting stock.

ARTICLE V

Principal Office; Registered Office and Agent

The street address of the principal office of this corporation is: 9475 NW 13th Street Miami, Florida 33172. The street address of the registered office of this corporation is: c/o Alvaro Varela 9475 NW 13th Street Miami, Florida 33172.

ARTICLE VI

Board of Directors

This corporation shall have seven (7) directors. The number of directors may be increased or decreased from time to time by the By-laws, but shall never be less than ONE (1). The names and addresses of the directors of this corporation are:

Alvaro Varela
9475 N.W. 13th Street
Miami, Florida 33172

Mario Varela
9475 N.W. 13th Street
Miami, Florida 33172

Felipe Varela
9475 N.W. 13th Street
Miami, Florida 33172

Andres Varela
9475 N.W. 13th Street
Miami, Florida 33172

Sabina Varela
9475 N.W. 13th Street
Miami, Florida 33172

Guillermo Guzman
9475 N.W. 13th Street
Miami, Florida 33172

Mauro Varela
9475 N.W. 13th Street
Miami, Florida 33172

2. The number of shares of the Corporation outstanding at the adoption was SEVEN THOUSAND FIVE HUNDRED (7,500), and the number of shares entitled to vote thereon was SEVEN THOUSAND FIVE HUNDRED (7,500).

3. The number of shares voted in favor of such Amendment was SEVEN THOUSAND FIVE HUNDRED (7,500), and the number of shares voted against such Amendment was none. The number of votes cast in favor of such Amendment by the Shareholders was sufficient for approval.

4. The holders of Common Shares shall exchange one (1) share of such stock for 0.0005333 shares of Class A Voting Shares and 0.0128 shares of Class B Nonvoting Shares.

5. These Amended and Restated Articles of Incorporation were adopted and approved on the 30th day of May, 2008.

6. These Amended and Restated Articles of Incorporation shall become effective immediately upon filing with the Department of State of Florida.

DATED this 30th day of May, 2008.

AGRIFLORA CORPORATION

By:

ALVARO VARELA, President

(CORPORATE SEAL)

ATTEST:

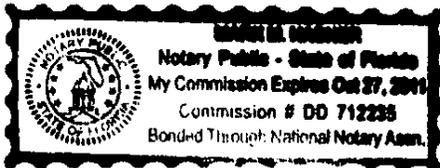
MARIO VARELA, Secretary

STATE OF FLORIDA:

SS:

COUNTY OF MIAMI-DADE:

The foregoing instrument was acknowledged before me this 30
day of May, 2008, by ALVARO VARELA, as President of
AGRIFLORA CORPORATION, a Florida corporation, by and on behalf of
the Corporation. He is personally known to me or has produced
_____ as identification.



Notary Public, State of Florida at Large

Type/Print/or Stamp Name of Notary Public

My Commission Expires:

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

AGRIFLORA CORPORATION

In pursuance of the Florida Statutes, the following is submitted, in compliance with said Act:

First--that AGRIFLORA CORPORATION, desiring to organize under the laws of the State of Florida with its principal office at: 9475 N.W. 13th Street Miami, Florida 33172, has named Alvaro Varela at 9475 NW 13th Street Miami, Florida 33172, as its agent to accept service of process within this state.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



Alvaro Varela