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October 12, 2000

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Florida Department of State
Registration Section
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Re: Application to Conduct Business

Dear Sir or Madam:

Please find enclosed the following documents:

1. Check #1219 in the amount of \$87.50, made payable to the Florida Department of State for the applicable filing fee, certificate of status, and certified copy.
2. Transmittal Letter for Sun-Rich of Immokalee, Inc., an Illinois corporation.
3. Application by Foreign Corporation for Authorization to Transact Business in Florida.
4. Original Certificate of Corporate existence, executed by the proper official of the State of Illinois.

Please return the Certificate of Status and certified copy to the undersigned at your earliest opportunity.

Very truly yours

PAUL G. FLETCHER

PGF/mba
Enclosure(s)
cc: Ms. Pamela J. Hurley

FILED
OCT 16 PM 2:23
TALLAHASSEE, FLORIDA

SC

**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. SUN-RICH OF IMMOKALEE, INC.

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Illinois 3. 36-4054430
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. December 8, 1995 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. February 9, 2000 Transacting business in Interstate Commerce 607.150
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.") (2)(i)
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 910 Prospect Avenue, Peru, IL 61354
(Principal office address)

910 Prospect Avenue, Peru, IL 61354
(Current mailing address)

8. Packaging of tomatoes.
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

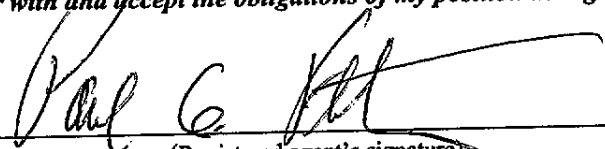
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Paul G. Fletcher

Office Address: 1500 South Dixie Highway
Suite 200
Coral Gables, , Florida 33146
(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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DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: WILLIAM M. NEECE

Address: 960 Cape Marco Drive, Unit 1102, Marco Island, FL 34145

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

B. OFFICERS

President: WILLIAM M. NEECE

Address: 960 Cape Marco Drive, Unit 1102, Marco Island, FL 34145

Vice President: PAMELA J. HURLEY

Address: 910 Prospect Avenue, Peru, IL 61354

Secretary: PAMELA J. HURLEY

Address: Same as above.

Treasurer: PAMELA J. HURLEY

Address: Same as above.

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

13. X Pamela J. Hurley
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. PAMELA J. HURLEY
Vice President, Secretary, & Treasurer
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

File Number 5862-234-6



To all to whom these Presents Shall Come, Greeting:

I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that

SUN-RICH OF IMMOKALEE, INC., A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE DECEMBER 8, 1995, APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE BUSINESS CORPORATION ACT OF THIS STATE RELATING TO THE FILING OF ANNUAL REPORTS AND PAYMENT OF FRANCHISE TAXES, AND AS OF THIS DATE, IS IN GOOD STANDING AS A DOMESTIC CORPORATION IN THE STATE OF ILLINOIS*****



In Testimony Whereof, I, hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, this 3RD *day of* OCTOBER *A.D.* 2000.

Jesse White

SECRETARY OF STATE