



FO000006964

UCC FILING & SEARCH SERVICES, INC.
26 East Park Avenue
Tallahassee, Florida 32301
(850) 681-6528

FOR PAPER
UCC SERVICES
OFFICE USE ONLY

826777/7875U

December 15, 2000

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

True World Foods Inc. of New York

Filing Evidence

- ☐ Plain/Confirmation Copy
- ☒ Certified Copy

Type of Document

- ☐ Certificate of Status
- ☐ Certificate of Good Standing
- ☐ Articles Only
- ☐ All Charter Documents to Include Articles & Amendments
- ☐ Fictitious Name Certificate
- ☐ Other

Retrieval Request

- ☐ Photocopy
- ☐ Certified Copy

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-12/15/00--01021--017
*****78.75 *****78.75

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of RA Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Reports
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation
<input type="checkbox"/>	Reinstatement

REGISTRATION/QUALIFICATION	
<input checked="" type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
00 DEC 14 PM 6:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
00 DEC 15 AM 10:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
00 DEC 15 AM 11:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FILED
00 DEC 15 AM 11:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

December 12, 2000

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

Re: Letter of Consent to Use Name - True World Foods, Inc. of New York

Dear Sir:

True World Foods, Inc. of New York (a New York corporation) is applying for authorization to do business in Florida. It will acquire True World Foods, Inc. of Miami on January 1, 2001 through statutory merger. Both companies are wholly-owned subsidiaries of True World Group, Inc. (a Virginia corporation).

In order to facilitate the application for authorization, True World Foods, Inc. of Miami consents to the use of the name "True World Foods, Inc. of New York" in Florida. We ask that the Division of Corporations allow this application for authorization to be filed.

Please contact me if you have any questions. Thank you for your attention to this matter.

Sincerely,

Hiroshi Aono
Vice President

**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. True World Foods, Inc. of New York
(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. New York 3. 13-2974013
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. February 21, 1979 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. January 1, 2001
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 32-34 Papetti Plaza, P.O. Box 1188
Elizabeth, NJ 07207-1188
(Current mailing address)
8. Import, export and wholesale distribution of seafood and related products and supplies
(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: NRAI Services, Inc.
- Office Address: 526 East Park Avenue
Tallahassee, Florida, 32301
(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.

NRAI Services, Inc.

Pegina Clerkin, Assistant Secretary
(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.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

FILED
DEC 15 AM 11:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: Tamotsu Nakamura

Address: 32-34 Papetti Plaza, PO Box 1188
Elizabeth, NJ 07207-1188

Vice Chairman: _____

Address: _____

Director: Takeshi Yashiro

Address: 32-34 Papetti Plaza, PO Box 1188
Elizabeth, NJ 07207-1188

Director: Jack Neely Jewell

Address: 120 Industrial Ave., 2nd Fl.
Little Ferry, NJ 07643

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Tamotsu Nakamura

Address: 32-34 Papetti Plaza, PO Box 1188
Elizabeth, NJ 07207-1188

Vice President: Takeshi Yashiro

Address: 32-34 Papetti Plaza, PO Box 1188
Elizabeth, NJ 07207-1188

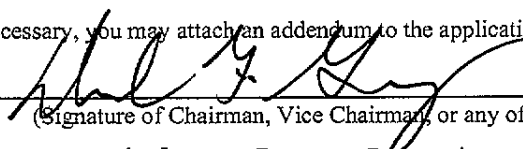
Secretary: Daniel F. Gray

Address: 120 Industrial Ave., 2nd Fl.
Little Ferry, NJ 07643

Treasurer: Jack Neely Jewell

Address: 120 Industrial Ave., 2nd Fl.
Little Ferry, NJ 07643

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

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

14. Daniel F. Gray, Secretary
(Typed or printed name and capacity of person signing application)

State of New York } ss:
Department of State

I hereby certify, that the Certificate of Incorporation of TRUE WORLD FOODS, INC. OF NEW YORK was filed on 02/21/1979, under the name of SHINSHU INTERNATIONAL, INC., with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

A Certificate of Amendment SHINSHU INTERNATIONAL, INC., changing its name to NEW YORK FISH HOUSE INC., was filed 04/02/1985.

A Certificate of Amendment NEW YORK FISH HOUSE INC., changing its name to TRUE WORLD FOODS, INC. OF NEW YORK, was filed 03/18/1999.



Witness my hand and the official seal
of the Department of State at the City
of Albany, this 13th day of December
two thousand.

Special Deputy Secretary of State

FILED
00 DEC 15 AM 11:25
TALLAHASSEE, FLORIDA
SECRETARY OF STATE