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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

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-01/22/01-01135--008
*****78.75 *****78.75

SUBJECT: NICHIREI U.S.A., INCORPORATED
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

TETSUHISA NAKAJIMA

(Name of Person)

NICHIREI U.S.A., INC.

(Firm/Company)

2033 6TH AVENUE, SUITE 900

(Address)

SEATTLE, WASHINGTON 98121

(City/State and Zip code)

For further information concerning this matter, please call:

TETSUHISA NAKAJIMA

(Name of Person)

at (206) 448-7800

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee ☒ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

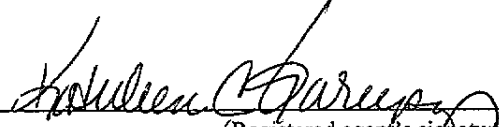
*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. NICHIREI U.S.A., 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. WASHINGTON STATE 3. 91-2092568
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. JANUARY 1ST, 2001 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. UPON QUALIFICATION
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification."
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 2033 6TH AVENUE, SUITE 900, SEATTLE, WASHINGTON 98121
(Principal office address)
2033 6TH AVENUE, SUITE 900, SEATTLE, WASHINGTON 98121
(Current mailing address)
8. IMPORT & EXPORT FOOD PRODUCTS PRODUCED IN SOUTH & CENTRAL AMERICA
(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: CT CORPORATION SYSTEM
Office Address: 1200 S.PINE ISLAND ROAD
PLANTATION, Florida 33324
(City) (Zip code)

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TALLAHASSEE, FLORIDA

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)
Kathleen C. Gariepy Asst. Sec.

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 business addresses of officers and/or directors:

A. DIRECTORS PLEASE SEE ATTACHED LIST

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS PLEASE SEE ATTACHED LIST

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

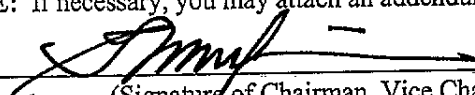
Address: _____

Treasurer: _____

Address: _____

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TALLAHASSEE, FLORIDA

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. TETSUHISA NAKAJIMA PRESIDENT
(Typed or printed name and capacity of person signing application)

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

A. DIRECTORS

Director: Shu Akiyama
Address: 2033 6th Avenue, Suite 900, Seattle, WA 98121

Director: Masahiro Ara
Address: 2033 6th Avenue, Suite 900, Seattle, WA 98121

Director: Koichi Maeshima
Address: 2033 6th Avenue, Suite 900, Seattle, WA 98121

Director: Tetsuhisa Nakajima
Address: 2033 6th Avenue, Suite 900, Seattle, WA 98121

Director: James F. Tune
Address: 1420 5h Avenue, Suite 3400, Seattle, WA 98101

B. OFFICERS

President: Tetsuhisa Nakajima
Address: 2033 6th Avenue, Suite 900, Seattle, WA 98121

Vice President: Yasuhiko Takano
Address: 2033 6th Avenue, Suite 900, Seattle, WA 98121

Secretary: Kazuaki Nagatsuka
Address: 2033 6th Avenue, Suite 900, Seattle, WA 98121

Treasurer: Kazuaki Nagatsuka
Address: 2033 6th Avenue, Suite 900, Seattle, WA 98121

Chairman *: Masatoshi Toyama
Address: 2033 6th Avenue, Suite 900, Seattle, WA 98121

* Chairman is not a Director.

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SEAL OF THE
TALLAHASSEE, FLORIDA

STATE of WASHINGTON



SECRETARY of STATE

I, RALPH MUNRO, Secretary of State of the State of Washington and custodian of its seal,
hereby issue this

CERTIFICATE OF EXISTENCE/AUTHORIZATION

OF

NICHIREI U.S.A., INC.

I FURTHER CERTIFY that the records on file in this office show that the
above named profit corporation was formed under the laws of the
State of Washington and was issued a Certificate of Incorporation
in Washington on December 27, 2000.

I FURTHER CERTIFY that as of the date of this certificate, no Articles of Dissolution
have been filed, and that the corporation is duly authorized to
transact business in the corporate form in the State of Washington.



Date: January 4, 2001

*Given under my hand and the Seal of the State
of Washington at Olympia, the State Capital*

A handwritten signature in black ink, appearing to read "Ralph Munro", is written over a horizontal line.

Ralph Munro, Secretary of State