

F01000003397



ACCOUNT NO. : 072100000032

REFERENCE : 195795 4303160

AUTHORIZATION :

COST LIMIT : \$ *Patricia Pajit*

ORDER DATE : June 21, 2001

ORDER TIME : 9:57 AM

ORDER NO. : 195795-165

CUSTOMER NO: 4303160

CUSTOMER: Ms. Janice M. Nicols
O'melveny & Myers LLP
400 South Hope Street

Los Angeles, CA 90071-2899

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
FILED
JUN 26 11:22 AM '01
TALLAHASSEE, FLORIDA
SUFFICIENCY OF FILING
NOT INTENDED
SECRETARY OF STATE

FOREIGN FILINGS

NAME: DFCM, INC.

000004445850--3

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

BK

CONTACT PERSON: Sara Lea -- EXT# 1114

EXAMINER: _____

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

FILED
01 JUN 26 PM 12:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. DFCM, 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. Delaware 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. April 3, 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. One Dole Drive, Westlake Village, CA 91362
(Principal office address)
Same as above
(Current mailing address)
To engage in any act or activity for which corporations may be organized
8. _____
(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: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida 32301
(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.

Corporation Service Company

Lari Castaneda
(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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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. Beth Potillo, Vice President/Treasurer

(Typed or printed name and capacity of person signing application)

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TALLAHASSEE FLORIDA

Attachment Directors and Officers

DFCM, INC.

Director: —

Name:
Lawrence A. Kern

Business Address:
One Dole Drive
Westlake Village, CA 91362

Officers:

Name	Title:	Business Address:
Lawrence A. Kern	President	One Dole Drive Westlake Village, CA 91362
Kenneth J. Kay	Vice President	One Dole Drive Westlake Village, CA 91362
C. Michael Carter	Vice President and Secretary	One Dole Drive Westlake Village, CA 91362
Beth Potillo	Vice President and Treasurer	One Dole Drive Westlake Village, CA 91362
Wendy Billingsley	Assistant Secretary	One Dole Drive Westlake Village, CA 91362

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State of Delaware
Office of the Secretary of State

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PAGE
SECRETARY OF STATE
DELAWARE, FLORIDA

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "DFCM, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SECOND DAY OF JUNE, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3376670 8300

AUTHENTICATION: 1204684

010300450

DATE: 06-22-01