

FO3000004318

Cuntry Fresh, Inc
CORPORATE HEADQUARTERS
2008 W. W. THORNE
HOUSTON, TEXAS 77073

300006131143-4
-07/01/02--01084--013
*****87.50 *****87.50

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
03 AUG 28 PM 12:52

- ☐ Walk in ☐ Pick up time ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

FOB-4318
[Signature]
Examiner's Initials



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 2, 2002

COUNTRY FRESH
2008 W.W. THORNE
HOUSTON, TX 77073

SUBJECT: COUNTRY FRESH, INC.
Ref. Number: W02000019174

We have received your document for COUNTRY FRESH, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report/uniform business report fees due this office.)

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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If you have any questions concerning the filing of your document, please call
(850) 245-6020.

Tammi Cline
Document Specialist

Letter Number: 102A00041813

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CORPORATE HEADQUARTERS
2008 W. W. THORNE
HOUSTON, TEXAS 77073
PHONE: 281.443.8300
FAX: 281.443.8880

August 21, 2003

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

Attention: Ms. Tammi Cline
Document Specialist

Subject: Country Fresh, Inc.
Ref. Number: W02000019174
Letter Number: 102A00041813

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DIVISION OF CORPORATIONS
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Dear Ms. Cline:

Pursuant to your letter of July 2, 2002, copy of which is enclosed, you will find herewith the following documents:

1. Application by Foreign Corporation for Authorization to Transact Business in Florida
2. Directors Unanimous Consent evidencing the authorization for the use of Country Fresh Kuts Co. as an alternate name in the State of Florida
3. An original Certificate of Good Standing issued by the State of Delaware

A check in the amount of \$87.50 is also enclosed which covers the cost for the authorization to transact business in Florida.

If you have any questions or need anything further, please feel free to call me at (281) 587-1228.

Sincerely,

Ada Petro
Administrative Assistant

3620 PRINCETON OAKS
ORLANDO, FL 32808
PHONE: 407.296.6047
FAX: 407.296.8288

6 HAVERHILL DRIVE
MAULDIN, SC 29662
PHONE: 864.675.5995
FAX: 864.675.9288

1501 MARKET CNTR BLVD.
DALLAS, TX 75207
PHONE: 214.752.2278
FAX: 214.752.2273

COUNTRY FRESH, INC.

DIRECTORS UNANIMOUS CONSENT

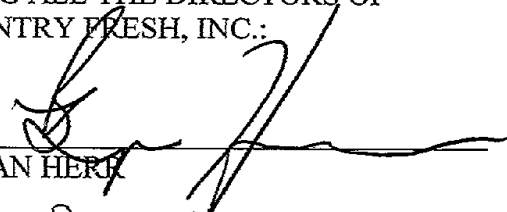
The undersigned, constituting all the members of the Board of Directors of Country Fresh, Inc., a Delaware corporation having Delaware Charter Number 9944505 (the "Corporation"), do hereby adopt and consent to the following resolutions as resolutions of the Board of Directors of the Corporation with the same force and effect as though a meeting of the Board of Directors had been duly called and held:


RESOLVED, that the Corporation take all necessary steps to obtain a Certificate of Authority to Transact Business in the State of Florida as a foreign corporation and that the Corporation prepare and file with the Florida Secretary of State such documents as may be required to do so, including any documents necessary to evidence the Corporation's ownership and use of the assumed name "Country Fresh Kuts Co.", in the State of Florida; and

RESOLVED FURTHER, the officers of the Company are hereby authorized and directed to execute and deliver any and all documents or instruments and to do any and all acts that they, in their sole discretion, deem necessary or advisable to carry out the purposes and intents of the above and foregoing resolutions.

IN WITNESS WHEREOF, the undersigned have caused this Consent to be executed effective as of the 20th day of AUGUST, 2003.

BEING ALL THE DIRECTORS OF
COUNTRY FRESH, INC.:


BRYAN HERLI


SAM PETRO

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DIVISION OF CORPORATIONS
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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: COUNTRY FRESH, INC.
(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:

SAM PETRO

(Name of Person)

COUNTRY FRESH, INC.

(Firm/Company)

701 Jetstream Drive

(Address)

ORLANDO, FL 32824

(City/State and Zip code)

For further information concerning this matter, please call:

SAM PETRO

(Name of Person)

at (407) 492-3618

(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

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

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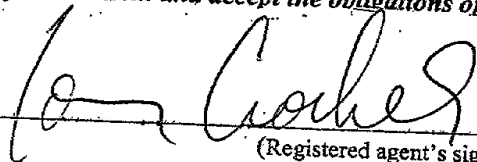
APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA

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. COUNTRY FRESH, 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
(State or country under the law of which it is incorporated)
3. _____
(FEI number, if applicable)
4. AUGUST 27, 1999
(Date of incorporation)
5. PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual")
6. SEPTEMBER 01, 1999
(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. 2008 W. W. THORNE HOUSTON, TX 77073
(Principal office address)
Same
(Current mailing address)
8. WHOLESALE PRODUCE AND PROCESSING
(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: Tommy Crochet
Office Address: 701 Setstream Drive
ORLANDO, Florida 32824
(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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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Bryan Herr
Address: 2008 W.W. Thorne
Houston TX 77073
Vice Chairman: Sam Petro
Address: 14306 Darschelle Ct
Houston, TX 77069
Director: Bryan Herr
Address: _____
Director: Sam Petro
Address: _____

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

B. OFFICERS

President: BRYAN HERR
Address: 2008 W.W. THORNE
HOUSTON, TX 77073
Vice President: SAM PETRO
Address: 14306 DARSCELLE CT.
HOUSTON, TX 77069
Secretary: Sam Petro
Address: _____
Treasurer: Bryan Herr
Address: _____

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

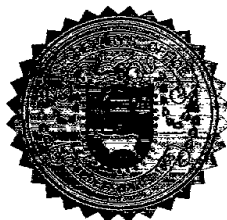
13. Sam Petro
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)
14. Sam Petro, Vice President, Secretary
(Typed or printed name and capacity of person signing application)

Delaware

The First State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "COUNTRY FRESH, 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 NINETEENTH DAY OF AUGUST, A.D. 2003.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3089431 8300

030539560

AUTHENTICATION: 2590390

DATE: 08-19-03