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PICK-UP WAIT MAIL

(Business Entity Name)

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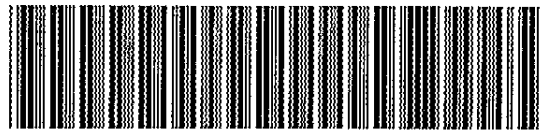
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Branson's Specialty Foods Ltd.
(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:

Hari S. Nesathurai
(Name of Person)

Hari S. Nesathurai & Associates
(Firm/Company)

71 King Street, Suite 206
(Address)

St. Catharines, Ontario CANADA L2R 3H7
(City/State and Zip code)

For further information concerning this matter, please call:

Hari S. Nesathurai at (905) 984-0091
(Name of Person) (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

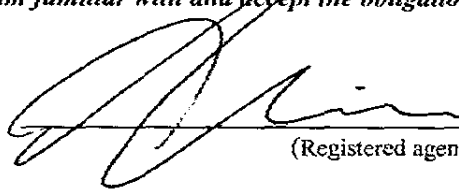
**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*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. Branson's Specialty Foods Ltd., 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. Ontario, Canada 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. May 11, 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. 133 St. Regis Cres. N., Toronto, Ontario, Canada M3J 1Y6
(Principal office address)
133 St. Regis Cres. N., Toronto, Ontario, Canada M3J 1Y6
(Current mailing address)
8. No restriction on the business the corporation may carry on
(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: Andrew Libera
- Office Address: 7892 Sandhill Court
West Palm Beach, Florida 33412
(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)

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: Robert Johnson

Address: 91 Deloraine Ave.

Toronto, Ontario, Canada M5M 2B1

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Robert Johnson

Address: 91 Deloraine Ave.

Toronto, Ontario, Canada M5M 2B1

Vice President: Andrew Libera

Address: 7892 Sandhill Court

West Palm Beach, FL 33412

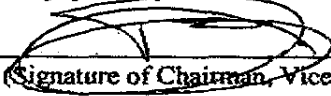
Secretary: Robert Johnson

Address: 91 Deloraine Ave., Toronto, Ontario, Canada M5M 2B1

Treasurer: Robert Johnson

Address: 91 Deloraine Ave., Toronto, Ontario, Canada M5M 2B1

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. Robert Johnson, President
(Typed or printed name and capacity of person signing application)

Request ID: 005388944
Demande n° :
Transaction ID: 21630785
Transaction n° :
Category ID: CT
Catégorie :

Province of Ontario
Province de l'Ontario
Ministry of Consumer and Business Services
Ministère des Services aux consommateurs et aux entreprises
Companies and Personal Property Security Branch
Direction des compagnies et des sûretés mobilières

Date Report Produced: 2003/08/26
Document produit le :
Time Report Produced: 10:21:53
Imprimé à :

CERTIFICATE OF STATUS ATTESTATION DU STATUT JURIDIQUE

This is to certify that according to the records of the Companies and Personal Property Security Branch

D'après les dossiers de la Direction des compagnies et des sûretés mobilières, nous attestons que la société

BRANSON'S SPECIALTY FOODS LTD.

Ontario Corporation Number

Numéro matricule de la société (Ontario)

001476104

is a corporation incorporated, amalgamated or continued under the laws of the Province of Ontario.

est une société constituée, prorogée ou née d'une fusion aux termes des lois de la Province de l'Ontario.

The corporation came into existence on

La société a été fondée le

MAY 11 MAI, 2001

and has not been dissolved.

et n'est pas dissoute.

Dated

Fait le

AUGUST 26 AOÛT, 2003


Director
Directrice