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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JUL 15 2008
D.A. WHITE

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: ASTRO SALES INTERNATIONAL, 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:

JOHN NIELSEN
(Name of Person)
ASTRO SALES INTERNATIONAL, INC.
(Firm/Company)
550 FAIRWAY DRIVE # 203
(Address)
DEERFIELD BEACH, FL 33441
(City/State and Zip code)

For further information concerning this matter, please call:

JOHN NIELSEN at 954, 596-9989 x 223
(Name of Person) (Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing 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. ASTRO SALES INTERNATIONAL, INC
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

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(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. CONNECTICUT 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 4/13/00 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 5/12/08
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 550 FAIRWAY DRIVE #203, DEERFIELD BEACH, FL 33441
(Principal office address)

SAME

(Current mailing address)

8. WHOLESALE OF IMPORTED PROCESSED MEAT PRODUCTS
(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 NOT acceptable)

Name: JOHN NIELSEN

Office Address: 2348 NW 34TH ROAD

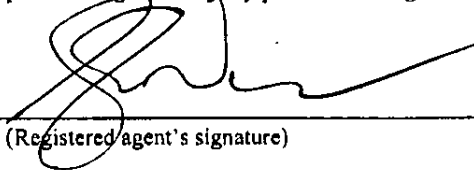
COCONUT CREEK

(City)

Florida 33441
(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

SEE ATTACHED LIST

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Chairman: _____

Address: _____

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

SEE ATTACHED LIST

President: _____

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 Director or Officer listed in number 12 of the application)

14. _____

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

JOHN NIELSEN, VP-FINANCE

DIRECTORS

ACTION OF THE SOLE SHAREHOLDER
OF
ASTRO SALES INTERNATIONAL

The undersigned, being the sole shareholder of ASTRO SALES INTERNATIONAL, a Connecticut corporation (the "Corporation"), hereby adopts the following resolutions in lieu of a meeting:

RESOLVED, that the following persons are hereby elected as the directors of the Corporation to serve until the first Annual Meeting of Stockholders and until their respective successor(s) shall be elected and duly qualified:

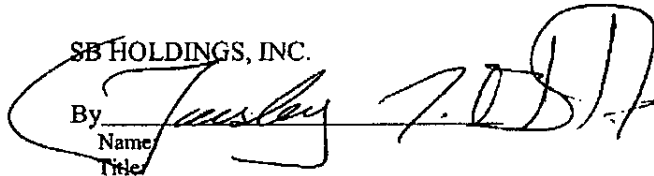
- Joesley Mendonça Batista, also Chairman of the Board
- José Batista Junior
- David Ashton

IN WITNESS WHEREOF, the undersigned has duly executed this Instrument this 5th day of January, 2007.

SB HOLDINGS, INC.

By

Name
Title



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OFFICERS

ACTION BY WRITTEN CONSENT
OF
THE BOARD OF DIRECTORS
OF
ASTRO SALES INTERNATIONAL, INC.

The undersigned, being the directors of ASTRO SALES INTERNATIONAL, INC., a Connecticut corporation (the "Corporation"), hereby consent to the adoption of the following specified resolutions and approve and adopt such resolutions with the same force and effect as if they were approved and adopted at a duly constituted meeting of the directors of the Corporation:

RESOLVED, that the individuals holding the positions named below are hereby removed as members of the Board of Directors:

Paul Blakeley – Executive Vice President
Greg Silpe – Vice President – Sales

RESOLVED, that each individual whose name is set forth below be, and he or she hereby is, appointed to the office or offices of the Corporation set forth opposite his or her name, each officer to hold office until the next annual meeting of Board of Directors of the Corporation and until his or her successor has been appointed and qualifies, unless he or she sooner dies, resigns or is removed:

Wesley Mendonça Batista – President
Iain Mars – Chief Operating Officer
John Nielsen – Vice President - Finance
Jeff Podell – Executive Vice President - Sales
Francisco de Assis e Silva – Secretary

IN WITNESS WHEREOF, the undersigned, being all of the members of the Board of Directors of ASTRO SALES INTERNATIONAL, INC., have executed this written consent as of the 1st day of August 2007.


Joesley Mendonça Batista


José Batista Júnior


David Ashton

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Office of the Secretary of the State of Connecticut

I, the Connecticut Secretary of the State, and keeper of the seal thereof,
DO HEREBY CERTIFY, that the certificate of incorporation of

ASTRO SALES INTERNATIONAL, INC.

a domestic STOCK corporation, was filed in this office on April 13, 2000, a certificate of dissolution
has not been filed, the corporation has filed all annual reports, and so far as indicated by the records of
this office such corporation is in existence.



Secretary of the State

Date Issued: July 08, 2008

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TALLAHASSEE, FLORIDA