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Florida Department of State
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TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS

FOREIGN PROFIT/NONPROFIT CORPORATION

Versacold USA, Inc.

Certificate of Status	0
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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. Versacold USA, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

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

2. Minnesota

(State or country under the law of which it is incorporated)

3. 57-1061664

(FEI number, if applicable)

4. October 2, 2002

(Date of incorporation)

5. perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. _____

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

7. 2115 Commissioner Street, Vancouver, BC V5L 1A6 CANADA

(Principal office address)

2115 Commissioner Street, Vancouver, BC V5L 1A6 CANADA

(Current mailing address)

8. Cold Storage Business

(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: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation

(City)

, Florida 33324

(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.

CT Corporation System

By: _____

(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: H. Brent Sugden

Address: 2115 Commissioner Street

Vancouver, BC V5L 1A6 CANADA

Vice Chairman: _____

Address: _____

Director: Joel M. Smith

Address: 2115 Commission Street

Vancouver, BC V5L 1A6 CANADA

Director: Alan F. Bolitho

Address: 2115 Commissioner Street

Vancouver, BC V5L 1A6 CANADA

B. OFFICERS

President: H. Brent Sugden

Address: 2115 Commissioner Street

Vancouver, BC V5L 1A6 CANADA

Vice President: of Finance, Kevin Karr

Address: 2115 Commissioner Street

Vancouver, BC V5L 1A6 CANADA

Secretary: Bruce M. McKay

Address: #1500, 1040 West Georgia Street, Vancouver, BC V6B 4H8 CANADA

Treasurer: Alan F. Bolitho

Address: 2115 Commissioner Street, Vancouver, BC V5L 1A6 CANADA

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

13. Alan Bolitho

(Signature of Director or Officer listed in number 12 of the application)

14. Alan F. Bolitho, Treasurer

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

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

**LIST OF ADDITIONAL OFFICERS
OF VERSACOLD USA, INC.**

NAME	TITLE	ADDRESS
H. Brent Sugden	Chief Executive Officer	2115 Commissioner Street Vancouver, BC V5L 1A6 CANADA
Joel M. Smith	Executive Vice President	2115 Commissioner Street Vancouver, BC V5L 1A6 CANADA
Joel M. Smith	Chief Financial Officer	2115 Commissioner Street Vancouver, BC V5L 1A6 CANADA

State of Minnesota

SECRETARY OF STATE

Certificate of Good Standing

I, Mark Ritchie, Secretary of State of Minnesota, do certify that: The corporation listed below is a corporation formed under the laws of Minnesota; that the corporation was formed by the filing of Articles of Incorporation with the Office of the Secretary of State on the date listed below; that the corporation is governed by the chapter of Minnesota Statutes listed below; and that this corporation is authorized to do business as a corporation at the time this certificate is issued.

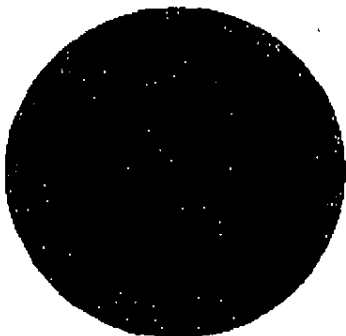
Name: Versacold USA, Inc.

Date Formed: 10/02/2002

Chapter Governed By: 302A

This certificate has been issued on 11/25/08.

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TALLAHASSEE, FLORIDA



Mark Ritchie
Secretary of State.