

F9500001051

TRANSMITTAL LETTER

Form 400

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

SUBJECT: C- Food 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:

CAROL R BERGMAN
(Name of Person)
C-FOOD LTD
(Firm/Company)
17633 BRIARCLIFF CT
(Address)
SOUTH BEND IN 46135
(City, State and Zip Code)

SEARCHED
SERIALIZED
INDEXED
FILED
MAY 11 1979
FBI - TAMPA
mtm

Should you need to call someone concerning this matter, please call:

CAROL R BERGMAN at (219) 273-4769.
(Name of Person) Area Code & Daytime Telephone Number

COURIER ADDRESS:
Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE
Sandra B. Morfitt, am
Secretary of State

February 14, 1995

CAROL R. BERGMAN
17633 BRIARCLIFF CT.
SOUTH BEND, IN 46635

SUBJECT: C-FOOD LTD.
Ref. Number: W95000003332

February 14, 1995

We have received your document for C-FOOD LTD. and your check(s) totaling \$78.75. 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 CORPORATE SPECIALIST indicated.

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6097.

Michael Mays
Corporate Specialist

Letter Number: 895A00006416

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned CAROL E. BERGMAN, do hereby certify that this Resolution of the Board of Directors of C-Feed Ltd, Inc, a corporation duly organized and existing under the laws of the State of INDIANA, was duly adopted on March 11, 1993.

Resolved, that C-Feed Ltd, organized and existing in the State of INDIANA, hereby adopts the name C-Feed of Key West INC. for use in Florida.
C-Feed Limited, INC. (CA)

Dated: 3/1/95

Carol E. Bergman
Signature of at least one director

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:

1. C-Feed, Ltd
(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. INDIANA 3. 35-1854476
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 3/93 5. PERPETUAL
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 1/95
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)
7. 17633 BRIARCLIFF COURT
SOUTH BEND IN 46635
(Current mailing address)
8. COMMERCIAL FISHING BUSINESS LEASING BUSINESS
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: EDWARD HERAN, Attorney
Office Address: 608 Whitehead St
KEY WEST, Florida, 33040
(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.

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: MARK A. BERGMAN
Address: 17633 BRIARCLIFF CT
SOUTH BEND, IN 46635

Vice Chairman: _____
Address: _____

Director: _____
Address: _____

Director: _____
Address: _____

B. OFFICERS

President: CAROL R BERGMAN
Address: 17633 BRIARCLIFF CT
SOUTH BEND, IN 46635

Vice President: JOHN NEWWOOD
Address: 100 W 63RD ST, CLEAN
MARATHAN, FL 33052

Secretary: BERNARD A. BERGMAN MD
Address: 17633 BRIARCLIFF CT
SOUTH BEND, IN 46635

Treasurer: SAME AS ABOVE.
Address: _____

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

13. Carol R Bergman
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. MARK A BERGMAN, PRESIDENT
(Typed or printed name and capacity of person signing application)

STATE OF INDIANA

OFFICE OF THE SECRETARY OF STATE

CERTIFICATE OF EXISTENCE

To Whom These Presents Come, Greeting:

I, SUE ANNE GILROY, Secretary of State of Indiana, do hereby certify that I am, by virtue of the laws of the State of Indiana, the custodian of the corporate records and the proper official to execute this certificate.

I further certify that records of this office disclose that

C-FOOD, LTD.

filed Articles of Incorporation on March 10, 1993, and is a corporation duly organized and existing under and by virtue of the laws of the State of Indiana.

I further certify this corporation has filed its most recent annual report required by Indiana law with the Secretary of State, or is not yet required to file such annual reports, and that Articles of Dissolution have not been filed.

In Witness Whereof, I have hereunto set my hand and affixed the seal of the State of Indiana, at the City of Indianapolis, this Twentieth day of January, 1995

Sue Anne Gilroy

SUE ANNE GILROY, Secretary of State

John K. ...

