

Document Number Only  
**F95000001801**

C T CORPORATION SYSTEM  
Requestor's Name  
1311 Executive Center Drive, Ste. 200  
Address  
Tallahassee, FL 32301 (904) 656-8298  
City State Zip Phone

300001455583  
-04/13/95--01033--010  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

CORPORATION(S) NAME

Americas Foods, Inc.

- ☒ Profit  
☐ NonProfit  
☐ Foreign  
☐ Limited Partnership  
☐ Reinstatement  
☐ Certified Copy  
☐ Call When Ready  
☒ Walk In  
☐ Mail Out
- ☐ Amendment  
☐ Dissolution/Withdrawal  
☐ Annual Report  
☐ Reservation  
☐ Photo Copies  
☐ Call If Problem  
☐ Will Wait
- ☐ Merger  
☐ Mark  
☐ Other  
☐ Change of H.A.  
☐ Fictitious Name  
☒ CUS / G/S  
☐ After 4:30  
☒ Pick Up

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95 APR 13 PM 12:29  
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TALLAHASSEE, FLORIDA

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W.P. Verifier

4/13/95  
3:00

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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. Americas Foods, Inc.  
(Name of corporation: must include the word "INCORPORATED," "COMPANY," or "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. September 19, 1994      4. Perpetual  
(Date of Incorporation)      (Duration)
5. 87-0532106  
(Federal Employer Identification number, if applicable)
6. Upon Qualification  
(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155, F.S.)
7. 2255 Glades Road, Ste. 200 East, Boca Raton, Florida 33431  
(Current mailing address)
8. Wholesale food distribution.  
(Brief description of the nature of the business in which it is engaged in the State of Florida)

9. Names and street addresses of officers and or directors:

**A. Directors:**

Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: See attached list of directors

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

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**B. Officers:**

President: see attached list of officers

Address: \_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

(if needed, you may attach an addendum to the application listing additional officers and/or directors.)

**10. Name and Street address of Florida registered agent:**

Name: ADAM KRIVITZ

Office Address: 2255 GLADES ROAD, SUITE 200  
BOCA RATON, Florida

**11. 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: \_\_\_\_\_

(Officer)

ADAM KRIVITZ, GENERAL COUNSEL

(Typed Name and Title of Officer)

**12. 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.**

**13.**

Justin DiMacchia

(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

**14. Justin DiMacchia, Vice President**

(Name and capacity of person signing application)

95 APR 3 12 29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
FILED

**Appendix to Florida  
Application by Fgn. Corp. for Authorization to Transact Business in Florida**

**Directors of  
Americas Foods, Inc.**

---

1. Paul Kravitz  
2255 Glades Road, Ste. 2000 East  
Boca Raton, Florida 33431
2. Justin DiMacchia  
2255 Glades Road, Ste. 2000 East  
Boca Raton, Florida 33431
3. Ilan Arbel  
2255 Glades Road, Ste. 2000 East  
Boca Raton, Florida 33431
4. Alan M. Berkun  
2255 Glades Road, Ste. 2000 East  
Boca Raton, Florida 33431

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TALLAHASSEE, FLORIDA

**Appendix to Florida  
Application by Fgn. Corp. for Authorization to Transact Business in Florida**

**Officers of  
Americas Foods, Inc.**

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1. Paul Kravitz, C.E.O., President  
2255 Glades Road, Ste. 2000 East  
Boca Raton, Florida 33431
2. Justin DiMacchia, C.F.O., Secretary, Treasurer, V.P. Finance  
2255 Glades Road, Ste. 2000 East  
Boca Raton, Florida 33431
3. Theodore Barash, Exec. VP Administration  
2255 Glades Road, Ste. 2000 East  
Boca Raton, Florida 33431
4. Edward O. Ries, VP Operations  
2255 Glades Road, Ste. 2000 East  
Boca Raton, Florida 33431

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TALLAHASSEE, FLORIDA

State of Delaware  
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AMERICAS FOODS, 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 TWELFTH DAY OF APRIL, A.D. 1995.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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95 APR 13 PM 12:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



  
Edward J. Freel, Secretary of State

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AUTHENTICATION:

7470732

DATE:

04-12-95

Document Number On

95000001801

CT CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name  
TALLAHASSEE, FL 32301

Address

222-1092

City State Zip Phone

CORPORATION(S) NAME

600001967886  
-10/08/96--01108--009  
\*\*\*\*35.00 \*\*\*\*\*35.00

*Americas Funds, Inc.*

- ☐ Profit ☐ Amendment ☐ Merger  
☐ NonProfit ☐ Dissolution/Withdrawal ☐ Mark  
☐ Limited Liability Co.  
☐ Foreign  
☐ Limited Partnership ☐ Annual Report ☐ Other  
☐ Reinstatement ☐ Reservation ☒ Change of R.A.  
☐ Certified Copy ☐ Photo Copies ☐ Fictitious Name Filing  
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☒ Walk In ☐ Will Wait ☒ Pick Up  
☐ Mail Out

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Availability
Document Examiner
Updater
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Acknowledgment
W.P. Verifier

10/08/96

N. HENDRICKS OCT 11 0 1996

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DIVISION OF STATE  
TALLAHASSEE, FLORIDA  
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DIVISION OF CORPORATION

CR2E031 (1-89)



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
**Secretary of State**

**October 9, 1996**

**CT CORPORATION SYSTEM**

**TALLAHASSEE, FL**

**SUBJECT: AMERICAS FOODS, INC.**  
**Ref. Number: F95000001801**

**We have received your document for AMERICAS FOODS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):**

**Please sign the document as registered agent.**

**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) 487-6903.**

**Nancy Hendricks**  
**Corporate Specialist**

**Letter Number: 396A00045962**

## Florida Department of State, Jim Smith, Secretary of State

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Delaware submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: American Roads, Inc.

1b. Date of incorporation 4/13/95 Document number 795000001801

2. The name and address of the current registered agent and office:

Adam Kravitz

2255 Glades Road, #200 E., Boca Raton, FL 33431

3. The name and address of the new registered agent and office:  
(P.O. Box Not Acceptable)  
C T CORPORATION SYSTEM

c/o C T CORPORATION SYSTEM, 1200 South Pine Island Rd., Plantation, Florida 33324

The street address of its registered agent and the street address of the business office of its registered agent as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

*Justin A. DiMacchia*  
SIGNATURE  
10/2/96  
DATE

JUSTIN A. DiMACCHIA  
Typed or printed name and title

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.

C T CORPORATION SYSTEM  
SIGNATURE BY: Connie Bussen  
(Registered Agent)  
DATE Special Agent Secretary

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314