

F95000006215

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Alpro Enterprises C.C.
(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:

600001642016
-11/20/95--01089--007
*****78.75 *****78.75
695-22966

Frantjeskos Antoni Pando.
(Name of Person)

Alpro Enterprises C.C.
(Firm/Company)

3051 Bryan Lane
(Address)

Tarpon Springs, FL 34689
(City/State/Zip)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 DEC 21 AM 11:00

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

Frantjeskos Pando. at (813) 938-7868
(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 Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 21, 1995

FRANTJESKOS A. PANAOU
% ALPRO ENTERPRISES C.C.
3051 BRYAN LANE
TARPON SPRINGS, FL 34689

SUBJECT: ALPRO ENTERPRISES C.C.
Ref. Number: W95000022966

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We have received your document for ALPRO ENTERPRISES C.C. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

A photocopy of the certificate of existence is not acceptable.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$1200.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business or conducting affairs in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business or conducting its affairs in Florida prior to the year the application was submitted did not constitute transacting business or conducting affairs pursuant to section 607.1501 or 617.1501, Florida Statutes.

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.

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

Michael Mays
Document Specialist

Letter Number: 395A00051389

AFFIDAVIT THAT THE CORPORATION, ALPRO ENTERPRISES C.C., INC., IS
NOT TRANSACTING OR CONDUCTING BUSINESS
IN FLORIDA

95 DEC 21 AM 11:00

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DIVISION OF CORPORATIONS

THE STATE OF FLORIDA)
COUNTY OF PASCO)

I, Frantjeskos Antoni Panaou, as President for the corporation, Alpro Enterprises C.C., Inc., after being duly sworn, do hereby depose and state:

1. That the information listed in question six (6) of the application by a foreign corporation for authorization to transact business in Floirida, stating the date the corporation, Alpro Enterprises C.C., Inc., first transacted business in Florida as July 1, 1994, was erroneous.
2. That Alpro Enterprises C.C., Inc., has not transacted any business or conducted any affairs in Florida.
3. That Alpro Enterprises C.C., Inc., plans to conduct business in the State of Florida, but only after the application for authorization to transact business in Florida has been approved.
4. That I have entered into this Affidavit voluntarily and with full knowledge of my actions.

Further affiant sayeth naught.



Frantjeskos Antoni Panaou
President

The foregoing instrument was acknowledged before me this 18th day of December, 1995 by Frantjeskos Antoni Panaou, who is personally known to me or produced as identification and who did take an oath.



Notary Public



SUSAN TAYLOR
COMMISSION # CC 427386
EXPIRES DEC 18, 1998
BONDED THRU
ATLANTIC BONDING CO., INC.

**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. AI PRO Enterprise S.C.C., 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. South Africa
(State or country under the law of which it is incorporated)
3. CK 87/27553/23
(FEI number, if applicable)
4. 03/12/87
(Date of Incorporation)
5. perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. July 1, 1994
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 3051 Bryan Lane
Tarpon Springs, FL 34689
(Current mailing address)
8. engaged to make a profit
(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: (P.O. Box or Mail Drop Box **NOT** acceptable)
Name: FRANTJESKOS ANTONI PANAOU
Office Address: 3051 Bryan Lane
Tarpon Springs, Florida, 34689
(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.

FRANTJESKOS ANTONI PANAOU
(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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DIVISION OF CORPORATIONS
99 DEC 21 AM 11:00

12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: FRANTJESKOS ANTONI PANAOU

Address: 3051 Bryan Lane, Tarpon Springs, FL 34689

Vice Chairman: Maria Panaou

Address: 3051 Bryan Lane, Tarpon Springs, FL 34689

Director: FRANTJESKOS ANTONI PANAOU

Address: - same as above -

Director: Maria Panaou

Address: - same as above -

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: FRANTJESKOS ANTONI PANAOU

Address: - same as above -

Vice President: Maria Panaou

Address: - same as above -

Secretary: FRANTJESKOS ANTONI PANAOU

Address: - same as above -

Treasurer: Maria Panaou

Address: - same as above -

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

13. [Signature]

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. FRANTJESKOS ANTONI PANAOU

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

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WET OP BESLOTE KORPORASIES, 1984
CLOSE CORPORATIONS ACT, 1984

(Artikels 12, 13, 14, 24, 27, 29, 47 en 60 / Sections 12, 13, 14, 24, 27, 29, 47 and 60)
(Regulasies 2, 5 en 17 / Regulations 2, 5 and 17)

CK 1

Stigtingsverklaring / Founding Statement

Voor invulling van die vorm, kyk eers na notas op bladsy 2 / Before filling in the form, first see notes on page 2.

REGISTRASIENOMMER VAN KORPORASIE REGISTRATION NUMBER OF CORPORATION CK 87 / 27553 / 23	Datum van ontvangs / Date of receipt REGISTRATIE VAN BESLOTE KI PRIVAATSAK/PRIVATE BILL 7420 1987 -12- 0 2 PRETORIA 0001 OF CLOSE CORPORATIONS
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DIVISION OF CORPORATIONS

Volle naam van korporasie
Full name of corporation **ALPRO ENTERPRISES C C**

Letterlike vertaling van naam
Literal translation of name **-**

Verkorte vorm van naam
Shortened form of name **-**

Beskrywing van vernaamste besigheid
Description of principal business **INVESTMENT IN PROPERTY**

Datum van einde van boekjaar
Date of end of financial year **28 FEBRUARY**

Posadres
Postal address **P O BOX 83**
SCOTTBURGH 4180

Adres van geregisteerde kantoor (nie posbus nie)
Address of registered office (not post office box) **145 SCOTT STREET**
SCOTTBURGH 4180

Naam en posadres van rekeningkundige beampte
Name and postal address of accounting officer **JUSTIN ARTHUR THIADORE STARR THIEL**
CHARTERED ACCOUNTANT (S.A.) **P O BOX 83**
SCOTTBURGH 4180

(Heg skriftelike toestemming tot aanstelling aan / Attach written consent to appointment)

Volle naam van erkende professie van rekeningkundige beampte
Full name of recognised profession of accounting officer **REGISTERED CHARTERED ACCOUNTANT**
(S.A.) and REGISTERED PUBLIC AUDITOR.

Drukspekkasies van die Registrateur van Beslote Korporasies verskikbaar
Printing specifications obtainable from the Registrar of Close Corporations.

NOTAS / NOTES

1. Vorm CK1 moet in blokhooftletters geskryf wees of getik, steengedruk of gedruk wees in leesbare letters met swaar vaste swart ink, en in drievoud ingedien word.
Form CK1 must be written in block capitals or be typewritten, lithographed or printed in legible characters with deep permanent black ink, and lodged in triplicate.
2. Waar 'n persoon namens 'n lid teken, moet volmag aangeheg word.
Where a person signs on behalf of a member, power of attorney must be attached.
3. Minderjarige kinders en ander handelingsonbevoegde persone moet deur hulle ouers, voogde of verteenwoordigers, na gelang van die geval, bygestaan word en die hoedanigheid moet vermeld word.
Minor children and other persons under legal disability must be assisted by their parents, guardians or representatives as the case may be, and the capacity must be stated.
4. Indien geen identiteitsdokument uitgereik is nie, moet 'n skriftelike verklaring tot dien effekte aangeheg word.
If no identity document has been issued, a written statement to this effect must be attached.
5. Vorm CK1 wat nie aan die vereistes van die Wet, regulasies of hierdie notas voldoen nie, sal verwerp word.
Form CK1 which does not comply with the requirements of the Act, regulations or these notes, will be rejected.
6. Besonderhede wat onder die opskrif "LEDE" verstrek moet word:
Particulars to be furnished under the heading "MEMBERS":
 - (a) Volle naam en van. (Indien regspersoon, meld naam en hoedanigheid en indien trustee, meld ook naam en besonderhede van testamentêre trust.)
Full names and surname. (If juristic person, mention name and capacity and if trustee, also mention name and particulars of testamentary trust.)
 - (b) Identiteitsnommer. ((i) Indien geen identiteitsdokument uitgereik is nie, verstrek geboortedatum.) ((ii) Indien regspersoon, meld registrasienommer.)
Identity number. ((i) If no identity document has been issued, state date of birth.) ((ii) If juristic person, mention registration number.)
 - (c) Grootte van belang uitgedruk as 'n persentasie.
Size of interest expressed as a percentage.
 - (d) Besonderhede van bydrae en billike waarde daarvan.
Particulars of contribution and fair value thereof.
 - (e) Woonadres / **Residential address.**
 - (f) Posadres / **Postal address.**
 - (g) Handtekening van lid of verteenwoordiger waar van toepassing.
Signature of member or representative where applicable.

CK 1

NAAM VAN KORPORASIE
NAME OF CORPORATION ALPRO ENTERPRISES C C

REGISTRASIENOMMER
REGISTRATION NUMBER

CK 87/27553/23

LEDE / MEMBERS

Volle name en van
Full names and surname

FRANTZESKOS ANTONI PANAOU

	Jaar Year	Maand Month	Dag Day										
Identiteitsnommer of geboortedatum Identity number or date of birth (i)	4	2	0	9	2	6	5	1	1	5	1	0	8
Registrasiensnommer Registration number (ii)													

Grootte van belang
Size of interest

ONE HUNDRED PERCENT (100%)

Besonderhede van Bydrae
Particulars of Contribution

ONE HUNDRED RAND (R100,00)

Woonadres
Residential address

50 Ann Arbor Road,
SCOTTBURGH, 4180

Posadres
Postal address

P O BOX 241
SCOTTBURGH 4180

Handtekening van lid of verteenwoordiger
Signature of member or representative

[Signature]

Volle name en van
Full names and surname

	Jaar Year	Maand Month	Dag Day										
Identiteitsnommer of geboortedatum Identity number or date of birth (i)													
Registrasiensnommer Registration number (ii)													

Grootte van belang
Size of interest

Besonderhede van Bydrae
Particulars of Contribution

Woonadres
Residential address

Posadres
Postal address

Handtekening van lid of verteenwoordiger
Signature of member or representative

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CK 1

NAAM VAN KORPORASIE
NAME OF CORPORATION

ALPRO ENTERPRISES C C

REGISTRASIENOMMER
REGISTRATION NUMBER

87 27553

LEDE / MEMBERS

Volle name en van
Full names and surname

Identiteitsnommer of geboortedatum
Identity number or date of birth

(i)

Jaar
Year

Maand
Month

Dag
Day

Registrasienuommer
Registration number

(ii)

Grootte van belang
Size of interest

Besonderhede van Bydrae
Particulars of Contribution

Woonadres
Residential address

Posadres
Postal address

Handtekening van lid of verteenwoordiger
Signature of member or representative

Volle name en van
Full names and surname

Identiteitsnommer of geboortedatum
Identity number or date of birth

(i)

Jaar
Year

Maand
Month

Dag
Day

Registrasienuommer
Registration number

(ii)

Grootte van belang
Size of interest

Besonderhede van Bydrae
Particulars of Contribution

Woonadres
Residential address

Posadres
Postal address

Handtekening van lid of verteenwoordiger
Signature of member or representative

NAAM VAN KORPORASIE
NAME OF CORPORATION

ALPRO ENTERPRISES C C

REGISTRASIENOMMER
REGISTRATION NUMBER

CK 87/27553/23

LEDE / MEMBERS

Volle name en van
Full names and surname

	Jaar Year	Maand Month	Dag Day															
Identiteitsnommer of geboortedatum Identity number or date of birth (i)																		

Registrasienuommer
Registration number (ii)

Grootte van belang
Size of interest

Besonderhede van Bydrae
Particulars of Contribution

Woonadres
Residential address

Posadres
Postal address

Handtekening van lid of verteenwoordiger
Signature of member or representative

Volle name en van
Full names and surname

	Jaar Year	Maand Month	Dag Day															
Identiteitsnommer of geboortedatum Identity number or date of birth (i)																		

Registrasienuommer
Registration number (ii)

Grootte van belang
Size of interest

Besonderhede van Bydrae
Particulars of Contribution

Woonadres
Residential address

Posadres
Postal address

Handtekening van lid of verteenwoordiger
Signature of member or representative

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NAAM VAN KORPORASIE
NAME OF CORPORATION

ALPRO ENTERPRISES C C

REGISTRASIENOMMER
REGISTRATION NUMBER

87 27553

LEDE / MEMBERS

Volle name en van
Full names and surname

Identiteitsnommer of geboortedatum
Identity number or date of birth

(i)

Jaar
Year

Maand
Month

Dag
Day

Registrasienuommer
Registration number

(ii)

Grootte van belang
Size of interest

Besonderhede van Bydrae
Particulars of Contribution

Woonadres
Residential address

Posadres
Postal address

Handtekening van lid of verteenwoordiger
Signature of member or representative

Volle name en van
Full names and surname

Identiteitsnommer of geboortedatum
Identity number or date of birth

(i)

Jaar
Year

Maand
Month

Dag
Day

Registrasienuommer
Registration number

(ii)

Grootte van belang
Size of interest

Besonderhede van Bydrae
Particulars of Contribution

Woonadres
Residential address

Posadres
Postal address

Handtekening van lid of verteenwoordiger
Signature of member or representative

CK 1

NAAM VAN KORPORASIE
NAME OF CORPORATION

ALPRO ENTERPRISES C C

REGISTRASIENOMMER
REGISTRATION NUMBER

CK 87/27553/83

LEDE / MEMBERS

Volle name en van
Full names and surname

	Jaar Year	Maand Month	Dag Day											
Identiteitsnommer of geboortedatum Identity number or date of birth (i)														

Registrasienuummer
Registration number (ii)Grootte van belang
Size of interestBesonderhede van Bydrae
Particulars of ContributionWoonadres
Residential addressPosadres
Postal addressHandtekening van lid of verteenwoordiger
Signature of member or representativeVolle name en van
Full names and surname

	Jaar Year	Maand Month	Dag Day											
Identiteitsnommer of geboortedatum Identity number or date of birth (i)														

Registrasienuummer
Registration number (ii)Grootte van belang
Size of interestBesonderhede van Bydrae
Particulars of ContributionWoonadres
Residential addressPosadres
Postal addressHandtekening van lid of verteenwoordiger
Signature of member or representative

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NAAM VAN KORPORASIE
NAME OF CORPORATION ALPRO ENTERPRISES C C

CK 1

REGISTRASIENOMMER
REGISTRATION NUMBER

87 27553

Die bogenoemde korporasie is omskep van maatskappy:
The above-named corporation has been converted from company:

ALPRO ENTERPRISES (Pty) LTD

(Reg. No. 64/13073/07)

**VIR KANTOORGEBRUIK
FOR OFFICE USE**

Stigtingsverklaring geregistreer
Founding Statement registered

DW Goetze
Registrateur van Beslote Korporasies
Registrar of Close Corporations

84/12/03

Datum / Date

Dataverwerking / Data Processing

Klassifikasie
Classification

Opgeneem / Recorded

Paraaf en datum
Initials and date

Plak inkomsteseel of plaas
inkomstefrankeermasjienstempel hier
R80
Affix revenue stamp or express revenue
franking machine impression here
PRETORIA 0001
REGISTRAR
OF CLOSE CORPORATIONS

1987-12-02
PRETORIA 0001
OF CLOSE CORPORATIONS

WET OP BESLOTE KORPORASIES, 1984
CLOSE CORPORATIONS ACT, 1984

(Artikels 13, 14, 27 en 60 / Sections 13, 14, 27 and 60
(Regulasies 2, 15 en 17 / Regulations 2, 15 and 17)

Sertifikaat van Inlywing / Certificate of Incorporation

(Moet in drievoud saam met die Stigtingsverklaring ingedien word/
To be lodged in triplicate together with the Founding Statement)

REGISTRASIENOMMER VAN KORPORASIE
REGISTRATION NUMBER OF CORPORATION
CK /87 27553 /23

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DIVISION OF CORPORATIONS
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1. Hierby word gesertifiseer dat die Stigtingsverklaring (CK 1) van
This is to certify that the Founding Statement (CK 1) of

ALPRO ENTERPRISES C C

geregistreer is en bovermelde beslote korporasie is vandag kragtens die Wet op Beslote Korporasies, 1984, ingelyf.
has been registered and the above-named close corporation was this day incorporated in terms of the Close Corporations Act, 1984.

- *2. Die bogenoemde korporasie is omskep van maatskappy:
The above-named corporation has been converted from company:

ALPRO ENTERPRISES (PROPRIETARY) LIMITED

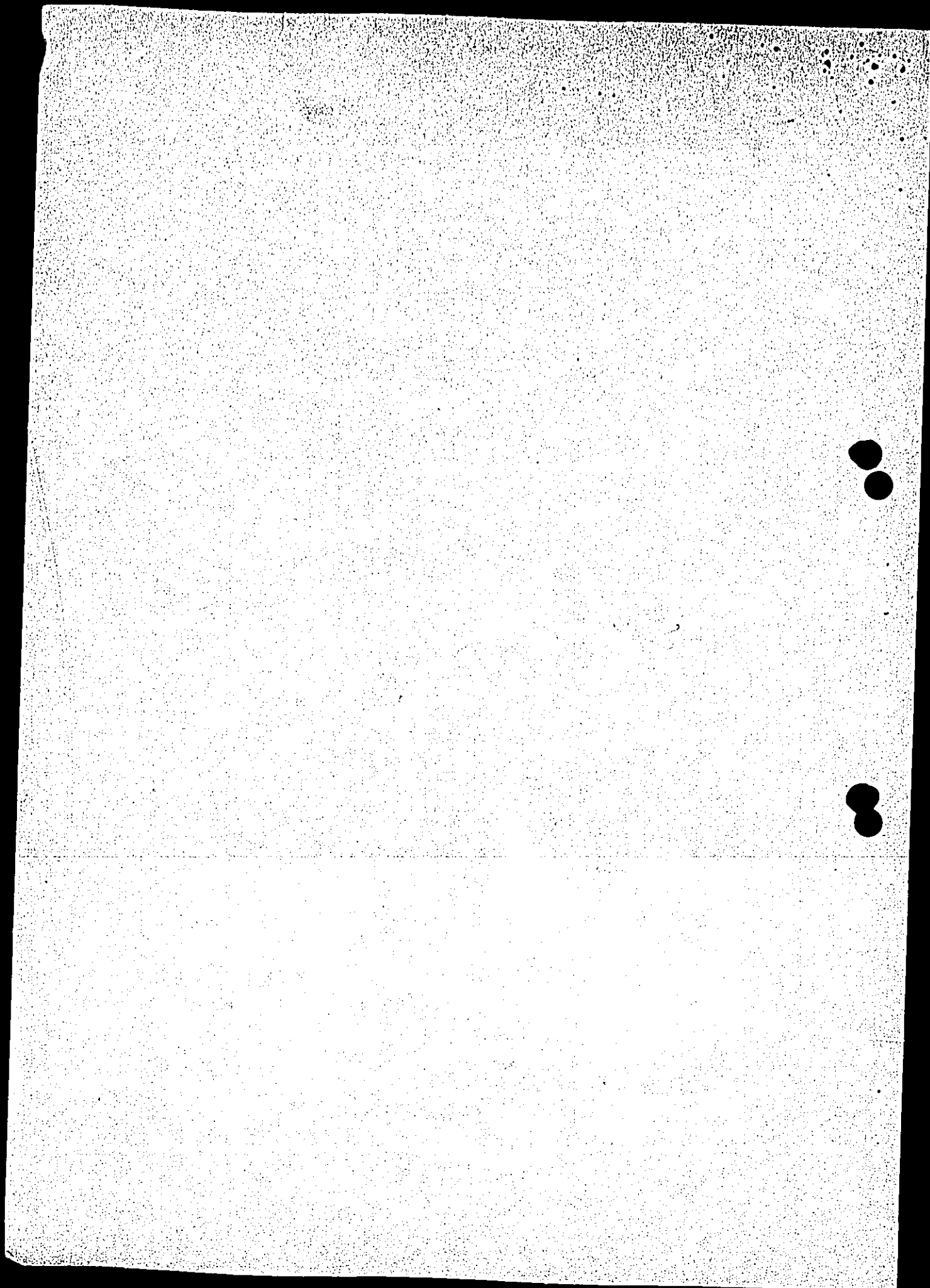
(Reg. No. 67/13073/07)

3. Geteken te Pretoria op hede die
Signed at Pretoria this Thirid

dag van Desember Eenduisend Negehonderd
day of December One Thousand Nine Hundred and 87

D. J. Goebel
REGISTRATEUR VAN BESLOTE KORPORASIES
REGISTRAR OF CLOSE CORPORATIONS

* (Skrap indien nie van toepassing nie / Delete if not applicable)



MINUTES OF A MEETING OF THE
MEMBERS OF ALPRO ENTERPRISES CC CK 87/27553/23
HELD AT *Seetharam*
ON THE 1/12/87

Unanimously resolved that

1. The corporation borrow from the Allied Building Society Limited ("the Society") the sum of R365 000,00 (THREE HUNDRED AND SIXTY FIVE THOUSAND RAND) ("the loan"), bearing interest at the rate of 15% (FIFTEEN per centum) per annum and that a mortgage bond be passed by the corporation in favour of the Society as a continuing covering security to secure the repayment of the loan together with interest as aforesaid and to secure an additional sum to cover contingent costs and disbursements which may be incurred in terms of the said bond up to an amount not exceeding the sum of R65 700,00 (SIXTY FIVE THOUSAND/SEVEN HUNDRED RAND) and hypothecating as a First mortgage the following property, namely :

LOT 342 PARK RYNIE, situate in the Development Area of Park Rynie and the Umzinto Regional Water Services Area, Administrative District of Natal, in extent EIGHT THOUSAND ONE HUNDRED AND FORTY NINE (8 149) square metres.

2. FRANTZESKOS ANTONI PANAOU in his capacity as a member of the corporation be and hereby is authorised to execute the necessary power of attorney for the registration of the said bond on behalf of the corporation upon such terms and conditions as he in his absolute discretion may deem fit and to instruct the society as to the disposal of the loan.

CERTIFIED A TRUE COPY

[Signature]

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MINUTES OF A MEETING OF THE
MEMBERS OF ALPRO ENTERPRISES CC CK 87/27553/23
HELD AT *Scottburgh*
ON THE *1/12/87*

Unanimously resolved that

1. The corporation borrow from the Allied Building Society Limited ("the Society") the sum of R365 000,00 (THREE HUNDRED AND SIXTY FIVE THOUSAND RAND) ("the loan"), bearing interest at the rate of 15% (FIFTEEN per centum) per annum and that a mortgage bond be passed by the corporation in favour of the Society as a continuing covering security to secure the repayment of the loan together with interest as aforesaid and to secure an additional sum to cover contingent costs and disbursements which may be incurred in terms of the said bond up to an amount not exceeding the sum of R65 700,00 (SIXTY FIVE THOUSAND/SEVEN HUNDRED RAND) and hypothecating as a First mortgage the following property, namely :

LOT 342 PARK RYNIE, situate in the Development Area of Park Rynie and the Umzinto Regional Water Services Area, Administrative District of Natal, in extent EIGHT THOUSAND ONE HUNDRED AND FORTY NINE (8 149) square metres.

2. FRANTZESKOS ANTONI PANAOU in his capacity as a member of the corporation be and hereby is authorised to execute the necessary power of attorney for the registration of the said bond on behalf of the corporation upon such terms and conditions as he in his absolute discretion may deem fit and to instruct the society as to the disposal of the loan.

CERTIFIED A TRUE COPY

[Signature]

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95 DEC 21 AM 11:41

RESOLUTION OF DIRECTORS OF
ALPRO ENTERPRISES (PROPRIETARY)
LIMITED NO. 67/13073

MADE AT *Scot Abulh Scot Mohan*
ON THE *25/11/87*

RESOLVED:

1. That the said Company pass a Second Mortgage Bond in the sum of R50 000,00 (FIFTY THOUSAND RAND) plus a cost clause of R10 000,00 (TEN THOUSAND RAND) in favour of HARRY GEORGE ROBERTSON, Identity No. 121221 5033 002 over the following property held by the said Company :-

LOT 342 PARK RYNIE, situate in the Development Area of Park Rynie and the Umzinto Regional Water Services Area, Administrative District of Natal in extent EIGHT THOUSAND ONE HUNDRED AND FORTY NINE (8 149) square metres.

2. Further resolved that FRANTZESKOS ANTONI PANAOU be authorised to sign all documentation pertaining to the above.

CERTIFIED A TRUE EXTRACT

[Signature]

Director

95 DEC 21 AM 11:01

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