

F96000002469

Document Number Only

C / J CORPORATION SYSTEM
Requestor's Name
660 East Jefferson Street
Address
Tallahassee, Florida 32301
City State Zip Phone
904-222-1092
CORPORATION(S) NAME

500001787255
-04/19/96-01052-010
*****70.00 *****70.00

Gargiula, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
96 MAY 15 PM 2:41
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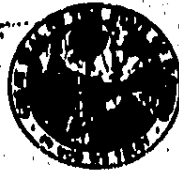
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|--|---|---|
| ☒ Profit | ☐ Amendment | ☐ Merger |
| ☐ NonProfit | ☐ Dissolution/Withdrawal | ☐ Mark |
| ☐ Limited Liability Company | ☐ Annual Report | ☐ Other |
| ☒ Foreign | ☐ Reservation | ☐ Change of R.A. |
| ☐ Limited Partnership | ☐ Photo Copies | ☐ Fictitious Name |
| ☐ Reinstatement | ☐ CUS/ G/S | ☐ Call When Ready |
| ☐ Certified Copy | ☐ Call If Problem | ☐ After 4:30 |
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Name Availability
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4/19/96

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 19, 1996

CT CORP

SUBJECT: GARGIULO, INC.
Ref. Number: W96000008508

d/b/a Gargiulo, Inc. of Delaware

We have received your document for GARGIULO, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

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 DOCUMENT SPECIALIST indicated.

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) 487-6092.

Hart Collins
Senior Corporate Section Administrator

Letter Number: 496A00018541

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DIVISION OF CORPORATION

CERTIFICATE REGARDING RESOLUTION

OF

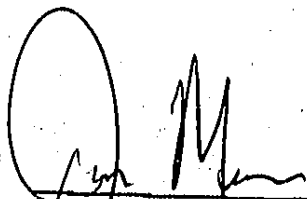
BOARD OF DIRECTORS OF

GARGIULO, INC.

The undersigned, James Mercer, the President and Chief Operating Officer of Gargiulo, Inc., a Delaware corporation, ("Company") does hereby certify that the following resolution of the Board of Directors of the Company was duly adopted at a meeting duly held on May 6, 1996:

Resolved that Gargiulo, Inc., a corporation organized and existing under the laws of the State of Delaware, hereby adopts the name "Gargiulo, Inc. of Delaware" for use in Florida.

Executed this 10th day of May, 1996.



JAMES MERCER, President and
Chief Operating Officer of Gargiulo, Inc.

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DIVISION OF CORPORATIONS

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
'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. Gargiulo, 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. Delaware

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

3. 65-0371132

(FEI number, if applicable)

4. November 17, 1992

(Date of Incorporation)

5. Perpetual

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

6. Upon Qualification

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.156, F.S.))

7. 15000 Old U.S. 41 North, Naples, Florida 33963

(Current mailing address)

8. To engage in any lawful act or activity for which corporations may be
qualified

(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: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine
Island Road

Plantation, Florida, 33324

(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System


(Registered agent's signature) (Officer)

John J. Linnihan, Assistant Vice President

(Type Name and Title of Officer)

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: See attached list

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached list

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

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Treasurer: _____

Address: _____

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

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

14. Jeffrey D. Gargiulo, Chairman
(Typed or printed name and capacity of person signing application)

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**Appendix to Florida
Application for Certificate of Authority**

**Directors of
Gargiulo, Inc.**

1. Dr. Ron Fraley
800 N Lindbergh Blvd
St. Louis, Missouri 63167
2. Roger Salquist
1920 Fifth Street
Davis, California 95616
3. Lloyd Kunimoto
1920 Fifth Street
Davis, California 95616
4. Jeffrey D. Gargiulo
15000 Old U.S. 41 North
Naples, Florida 33963
5. John R. Gargiulo
480 West Beach Street
Watsonville, California 95077
6. Hendrik Verfaillie
800 N Lindbergh Blvd
St. Louis, Missouri 63167
7. Allen J. Vangelos
15661 Redhill Avenue
Tustin, California 92680

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**Officers of
Gargiulo, Inc.**

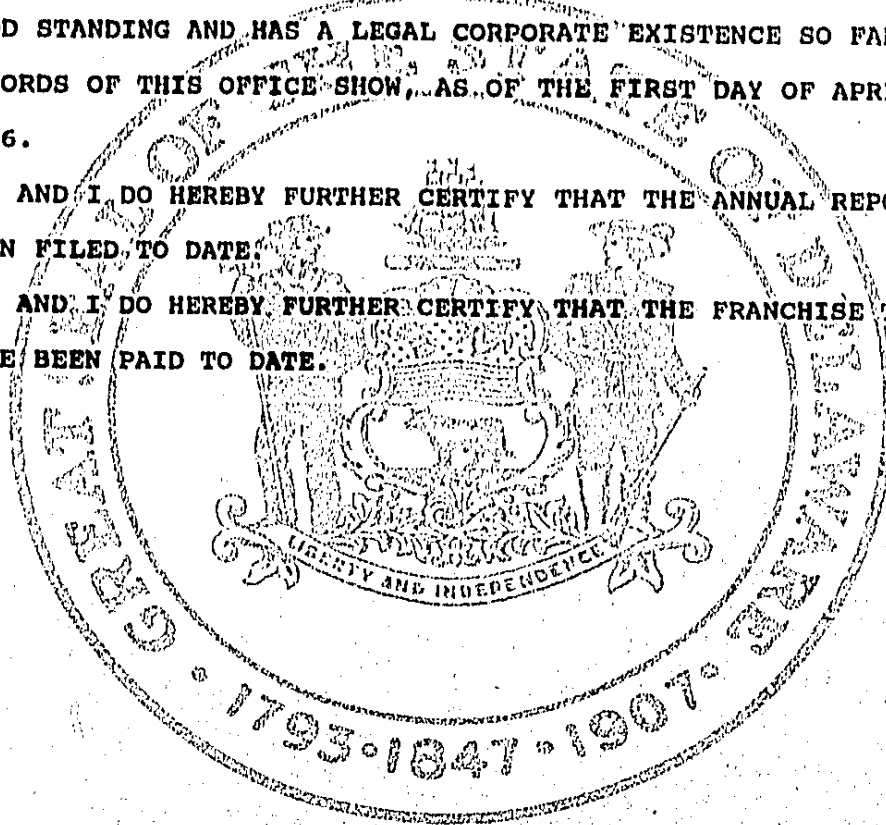
- | | |
|--|---|
| 1. Jeffrey D. Gargiulo
15000 Old U.S. 41 North
Naples, Florida 33963 | President, Chairman of the
Board and Chief Executive Officer |
| 2. Christian Leleu
1920 Fifth Street
Davis, California 95616 | Secretary and Treasurer |

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GARGIULO, 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 FIRST DAY OF APRIL, A.D. 1996.

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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DIVISION OF CORPORATIONS
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Edward J. Freel

Edward J. Freel, Secretary of State

2316174 8300

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AUTHENTICATION:

DATE:

7889777

04-01-96

1201 HAYS STREET
TALLAHASSEE, FL 32309-3007
904-224-0111
904-224-0111 FAX

800-342-8086

F96000002469

CSC networks

PREMIER HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 078659 121767A

AUTHORIZATION :

COST LIMIT : \$35.00

Patricia Pyzdek

ORDER DATE : September 9, 1996

ORDER TIME : 11:19 AM

ORDER NO. : 078659

CUSTOMER NO: 121767A

100001842251

CUSTOMER: Martin J. Genauer, Esq
Karp & Genauer, P.a.
Suite 1202
2 Alhambra Plaza
Coral Gables, FL 33134

SH 9/6

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOMESTIC AMENDMENT FILING

NAME: GARGIULO, INC.

Attn: Steve Harris

EFFECTIVE DATE:

*changing to
home state name*

X ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
X PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail L. Shelby

EXAMINER'S INITIALS:

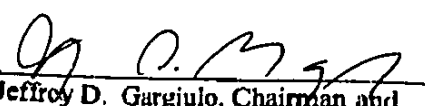
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DIVISION OF CORPORATION

**CERTIFICATE REGARDING RESOLUTION
OF
BOARD OF DIRECTORS
OF
GARGIULO, INC.**

The undersigned, Jeffrey D. Gargiulo, the Chairman and Chief Executive Officer of Gargiulo, Inc., a Delaware corporation, ("Company") does hereby certify that the following resolution of the Board of Directors of the Company was duly adopted by the Board of Directors of the Company on September 3, 1996:

Resolved that Gargiulo, Inc., a corporation organized and existing under the laws of the State of Delaware, and qualified to do business in the State of Florida, hereby changes its name for purposes of doing business in the State of Florida from "Gargiulo, Inc. of Delaware" to "Gargiulo, Inc.", effective immediately.

Executed this 3rd day of September, 1996.


Jeffrey D. Gargiulo, Chairman and
Chief Executive Officer of Gargiulo, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Gargiulo INC.
GROWERS SHIPPERS IMPORTERS EXPORTERS

F960000002469

July 17, 1997

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: Gargiulo, Inc.
Document No. F96000002469

Ladies and Gentlemen:

Please be advised that the Application by Foreign Corporation for Authorization to Transact Business in Florida for the above-referenced corporation contained an inadvertent error. The FEI number for the corporation was incorrectly stated as 65-0371132. The correct FEI number for the corporation is 43-1627149. Kindly update the records of the Secretary of State's Office to reflect the foregoing.

If you have any questions or require further information, please do not hesitate to contact Rick Walker in our office at (941) 592-3131.

Very truly yours,

By



Christian K. Leleu, CEO and President

FEI
ONLY

KS 7/21