

F96000005718

TRANSMITTAL LETTER

August 6, 1996

TO: Qualification/Tax Lien Section
Division of Corporations

IPFO INTERNATIONAL PACKAGING PROCESSING FOOD MACHINERY
FACTORY DIRECT OUTLET INC.

SUBJECT: _____
(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:

Karl Fabricius

(Name of Person)

IPFO INTERNATIONAL PACKAGING FOOD MACHINERY
FACTORY DIRECT OUTLET INC.

(Firm/Company)

100 Kings Point Drive, Century Towers, Suite 706

(Address)

N. Miami Beach FL 33160

(City/State/Zip)

400001923694

-08/16/96--01006--002

****131.25 ****131.25

W96-17213

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

Karl Fabricius

(Name of Person)

at (305) 354-4610
(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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 NOV -4 AM 10:34



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

August 16, 1996

KARL FRABRICUS
IPFO INTERNATIONAL PACKAGING
100 KINGS POINT DR, CENTURY TOWERS,S-706
N. MIAMI BEACH, FL 33160

SUBJECT: IPFO INTERNATIONAL PACKAGING PROCESSING FOOD
MACHINERY FACTORY DIRECT OUTLET INC.
Ref. Number: W96000017213

We have received your document for IPFO INTERNATIONAL PACKAGING PROCESSING FOOD MACHINERY FACTORY DIRECT OUTLET INC. and your check(s) totaling \$131.25. However, the document has not been filed and is being retained in this office for the following:

Please be advised that s. 607.1503(2), F.S., requires a foreign corporation applying for authority to transact business in Florida to submit a certificate of existence dated within the last 90 days as evidence. Please contact the Ontario Ministry of Consumer and Commercial Recordings at (416) 596-3757 to request a certificate of existence. I am returning the copy of its articles of incorporation.

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: 596A00039117

**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. IPFO INTERNATIONAL PACKAGING PROCESSING FOOD MACHINERY
FACTORY DIRECT OUTLET 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. CANADA 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. July 17, 1996 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Pending of the Certificate of Authority from the Florida Department
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.) of State
7. 100 Kings point Dr Century Towers, Suite 706
N. Miami Beach, FL 33160
(Current mailing address)
8. Machinery Sale
(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: Jose M. Mollada

Office Address: 30 SW 71 Ave
Miami, Florida, 33144
(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.

Jose M. Mollada
(Registered agent's signature)

08/06/96

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: (Street address **ONLY**- P. O. Box **NOT** acceptable)

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

Chairman: KARL FABRICIUS

Address: 100 Kings Point Dr. Century Towers, Suite 706
N. Miami Beach, FL 33160

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: KARL FABRICIUS

Address: 100 Kings Point Dr. Century Towers, Suite 706
N. Miami Beach, FL 33160

Vice President: KARL FABRICIUS

Address: 100 Kings Point Drive, Century Towers, Suite 706
N. Miami Beach, FL 33160

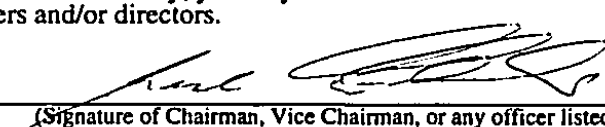
Secretary: KARL FABRICIUS

Address: 100 Kings Point Dr., Century Towers, Suite 706
N. Miami Beach, FL 33160

Treasurer: KARL FABRICIUS

Address: 100 Kings Point Drive, Century Towers, Suite 706
N. Miami Beach, FL 33160

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

13.  08/06/96
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. KARL FABRICIUS
(Typed or printed name and capacity of person signing application)

Ministry of
Consumer and
Commercial Relations

Business Division
Companies Branch
393 University Ave. Suite 200
Toronto ON M5G 2M2

Ministère de
la Consommation
et du Commerce

Division des affaires commerciales
Direction des compagnies
393 ave University Bureau 200
Toronto ON M5G 2M2



Certificate of Status Certificat de Statut Documentaire

This is to certify that according to the
records of the companies branch

Je certifie par les présentes que, conformément
aux dossiers de la Direction des compagnies,

**IPFO INTERNATIONAL PACKAGING, PROCESSING
FOOD MACHINERY FACTORY DIRECT OUTLET INC.**

Ontario Corporation No.

Numéro matricule de la personne morale en Ontario

001190839

is a corporation incorporated, amalgamated
or continued under the laws of
the Province of Ontario.

est constituée, fusionnée ou prorogée en vertu
des lois de la province de l'Ontario.

The corporation came into existence on

La personne morale a été fondée le

JULY 17 JUILLET, 1996

and has not been dissolved.

et n'a pas été dissoute.

Dated

Fait le

OCTOBER 15 OCTOBRE, 1996

Controller of Records
Contrôleur des dossiers

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 NOV -4 AM 10:34

September 1996

THE NEW TECHNICAL RUEHLE TUMBLER

This tumbler is completely different from the normal design, which Ruehle has been building over the past 20 years. Ruehle was a sensation at the European Food Show in 1994. They received the European award and later on the German award for best food machine in 1994. They have sold up to day over 1 000 tumblers.

The new tumbler improves the taste of the meat products and provides a blooming-looking red appearance a specially desirable for ham, bacon and ribs.

The intake of brine into the meat and fat is very effective with our new tumbler. The basic red meat has fibrous molecules, while fat molecule has a molecule ball form.

The injector works effectively as a means of needling brine into red meat. For fat cells however needling is ineffective, because needles cannot penetrate the fat balls.

The brine leaks out of the holes created by the needles. Most meat products contain fibrous and fat molecules. Our tumbler with vacuum deals with these problems.

Vacuum opens the cells to permit the brine to enter, later intake of air then close the cells, both fibrous & fat cells.

This method increases the brine intake by about 15 %. You can increase brine intake further by using the injector as well.

Our tumbler operates by tumbling the meat at different speed levels in combination with vacuum, cooling and allowance for breathing time. Further advantages are: Effective tumbling with inside arm, resulting in tumbling with care and different speeds.

The temperatures for cooling and cooking also in the tumbler can be set from minus 20 degree F to 350 degree F.

The drum also can be changed to any degree angle as required. The vacuum also can be changed. By cooking in the tumbler it is important, that the inside arm is moving.

Tumbling operation is best done just before meat preparation. A computer does all the essential programming.

Built in are the cooling system and optional heating and mixing systems. Loading and unloading takes place in seconds instead of hours. Cleaning is done in seconds, using a USA patented electronic system.

At a press of buttons all the work is done by our computer. The operating time is done in half, depending on the nature of products.

A good taste in the meat products, along with cost saving such as brine intake, is the key benefit.

The first tumbler is operating in Texas and can be seen there. This customer is making natural products, including sausage, ham, bacon and ribs similar in quality to German made products. Our customer is very satisfied with his tumbler.

The quality of this tumbler has opened the market for other customers as meat producers. The MFG. of soups, menus and dressings and sauces are using our tumblers with good success. Karl Fabricius Grad. Eng. 17472



Ministry of
Industry, Commerce and
Consumer Affairs
Ontario

CERTIFICATE

This is to certify that these
articles are effective on

Ministère de
la Consommation

CERTIFICAT

Ceci certifie que les présents
statuts ont été en vigueur le

Ontario Corporation Number
Numéro de la compagnie en Ontario

1190839

JULY 17 JUILLET, 1996

Carl D. Hill
President, Corporation / Président, Société par actions

Trans Code 18 A	Line No. 20 0	Stat. 28 0	Comp. Type 29 A	Method Incumb. 30 3
Share 31 S	Notice Req'd 32 N	Jurisdiction 33 ONTARIO 47		

ARTICLES OF INCORPORATION STATUTS CONSTITUTIFS

Form 1
Business
Corporations
Act
Formule
numéro 1
Loi
sur les
compagnies

1. The name of the corporation is: Dénomination sociale de la compagnie:

I P P O I N T E R N A T I O N A L P A C K A G I N G ,
P R O C E S S I N G F O O D M A C H I N E R Y
F A C T O R Y D I R E C T O U T L E T I N G

2. The address of the registered office is: Adresse du siège social:

Rural Route # 1

(Street & Number or R.R. Number & if Multi-Office Building give Room No.)
(Rue et numéro ou numéro de la R.R. et, s'il s'agit d'un édifice à bureau, numéro du bureau)

Plainfield, Ontario

(Name of Municipality or Post Office)
(Nom de la municipalité ou du bureau de poste)

K O K 2 V O

(Postal Code)
(Code postal)

Township of Thurlow

(Name of Municipality, Geographic Township)
(Nom de la municipalité, du canton)

in

County of Hastings

dans le/la

(County, District or Regional Municipality)
(Comté, district, municipalité régionale)

3. Number (or minimum and maximum number) of directors is: Nombre (ou nombres minimal et maximal) d'administrateurs:

Minimum of one and a maximum of 5.

4. The first director(s) is/are:

Premier(s) administrateur(s):

First name, initials and last name
Prénom, initiales et nom de famille

Residence address, giving Street & No. or R.R. No.,
Municipality and Postal Code
Adresse personnelle, y compris la rue et le numéro, le
numéro de la R.R., le nom de la municipalité et le code
postal

Resident
Canadian
State
Yes or No
Résident
Canadien
Oui/Non

Karl Fabricius

Rural Route # 1, Plainfield, Ontario
KOK 2VO

Yes