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Tallahassee, FL 32301

City State Zip Phone

CORPORATION(S) NAME

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Robert E. Williams, Inc.

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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. Robert & Williams, 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. New York  
(State or country under the law of which it is incorporated)

3. 11-3705507  
(FEI number, if applicable)

4. November 7, 1997  
(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 817.156, F.S.))

7. 79 Newtown Lane, East Hampton, New York 11937  
  
(Current mailing address)

8. Purchase and sale of food products  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

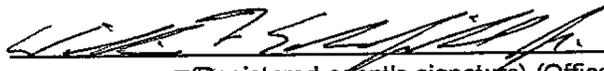
9. Name and street address of Florida registered agent:

Name: William F. Schofield, Sr.

Office Address: 2601 E. Oakland Park Blvd.

Fort Lauderdale, Florida, 33306  
(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.*

  
\_\_\_\_\_  
(Registered agent's signature) (Officer)

William F. Schofield, Sr., CEO  
\_\_\_\_\_  
(Type Name and Title of Officer)

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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: \_\_\_\_\_

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

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

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

Director: William F. Schofield, Sr.  
2601 E Oakland Pk Blvd, #605  
Fort Lauderdale FL 33306  
Address: \_\_\_\_\_



Director: Robert S. Frankel  
Address: 79 Newtown Lane  
East Hampton, New York 11937

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B. OFFICERS

President: Robert S. Frankel

Address: 79 Newtown Lane  
East Hampton, New York 11937

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

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

Secretary: Robert S. Frankel

Address: 79 Newtown Lane  
East Hampton, New York 11937

GEO/Treasurer: William F. Schofield, Sr.  
2601 E Oakland Pk Blvd, #605  
Address: Fort Lauderdale FL 33306


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

13. *William F. Schofield, Sr.*  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. William F. Schofield, Sr., GEO  
(Typed or printed name and capacity of person signing application)

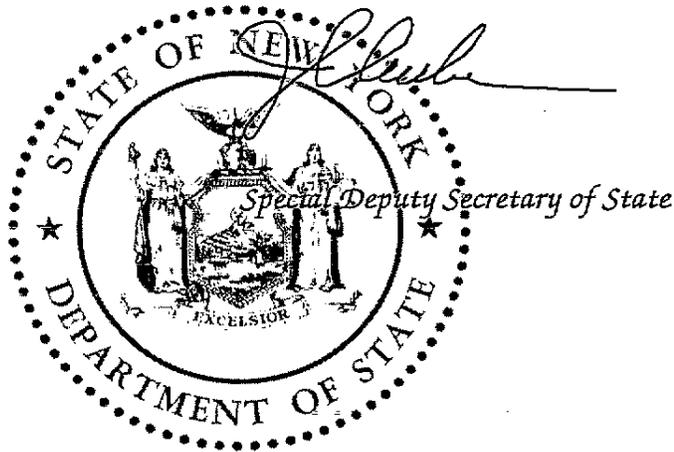
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State of New York  
Department of State ] ss:

I hereby certify, that the certificate of incorporation of ROBERT & WILLIAMS INC. was filed on 11/07/1997, with perpetual duration, and that a diligent examination has been made of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

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Witness my hand and the official seal  
of the Department of State at the City  
of Albany, this 02nd day of March  
one thousand nine hundred and  
ninety-eight.



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