



# F98000002052

ACCOUNT NO. : 072100000032

REFERENCE : 764535 4322692

AUTHORIZATION :

*Patricia P...*

COST LIMIT : \$ 70.00

ORDER DATE : April 1, 1998

ORDER TIME : 11:03 AM

ORDER NO. : 764535-005

CUSTOMER NO: 4322692

CUSTOMER: Michael C. Titens, Esq  
Thompson & Knight  
1700 Pacific Avenue

Dallas, TX 75201

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~~600002475936~~

FOREIGN FILINGS

W98-7365

P 590

NAME: FRESHWORLD FARMS, INC.

300002484873--8  
-04/10/98--01051--002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

XXXX QUALIFICATION (TYPE: CO)

300002484873--8  
-04/10/98--01051--003  
\*\*\*4715.00 \*\*\*4715.00

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

April 2, 1998

JANNA WILSON  
CSC

SUBJECT: FRESHWORLD FARMS, INC.  
Ref. Number: W98000007365

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We have received your document(s) in this office, however, a copy of the document is being returned for the following:

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 \$4,715.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business 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 in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers  
Document Specialist

Letter Number: 898A00017655

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98 APR 10 AM 10:41  
DIVISION OF CORPORATIONS

**RESUBMIT**

Please give original  
submission date as file date.

**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:***

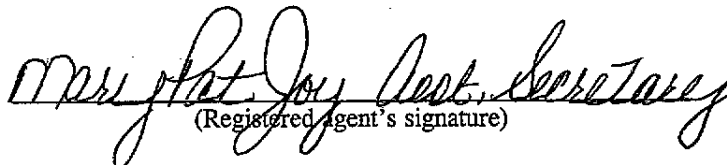
1. **Freshworld Farms, Inc.**  
(Name of corporation: must include "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. **Delaware**  
(State or county under the law of which it is incorporated)
3. **22-2974312**  
(FEI number, if applicable)
4. **April 25, 1989**  
(Date of Incorporation)
5. **Perpetual**  
(Duration: Year corp. will cease to exist or "perpetual")
6. **December 1, 1994**  
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. **6701 San Pablo Avenue, Oakland, California 94608**  
(Current mailing address)
8. **All allowed by law**  
(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: Corporation Service Company

Office Address: 1201 Hays Street  
Tallahassee, Florida 32301

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.*

  
(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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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: Bernardo Jiménez  
Address: Plaza Commercial Las Villas  
Rio Caura 358 Ote. (Altos), Col. del Valle  
66220 Garza Garcia, N.L., Mexico

Director: Arthur H. Finnel  
Address: Plaza Commercial Las Villas  
Rio Caura 358 Ote. (Altos), Col. del Valle  
66220 Garza Garcia, N.L., Mexico

Director: Abelardo Sánchez  
Address: 9255 Customhouse Plaza, Suite 1  
San Diego, California 92173

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

President: Abelardo Sánchez  
Address: 9255 Customhouse Plaza, Suite 1  
San Diego, California 92173

Treasurer: Arthur H. Finnel  
Address: Plaza Commercial Las Villas  
Rio Caura 358 Ote. (Altos), Col. del Valle  
66220 Garza Garcia, N.L., Mexico

Vice President: Bret Wiley  
Address: 10915 Bonita Beach Road, S.E., Unit #1131  
Bonita Springs, Florida 33923

Secretary: Clinton H. Neagley  
Address: 6701 San Pablo Avenue  
Oakland, California 94608

Asst. Secretary: Joe A. Rudberg  
Address: 1700 Pacific Avenue, Suite 3300  
Dallas, Texas 75201-4693

13.

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

14.

Assistant Secretary

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

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State of Delaware  
Office of the Secretary of State

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PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FRESHWORLD FARMS, 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 TWENTY-EIGHTH DAY OF JANUARY, A.D. 1998.

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A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2194584 8300

981034041

AUTHENTICATION:

8890313

DATE:

01-28-98