

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

FILED  
May 20 1998 8:00am  
Secretary of State

|                                                |                                                                                   |                                                                                                    |
|------------------------------------------------|-----------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------|
| PROFIT<br>CORPORATION<br>ANNUAL REPORT<br>1998 |  | FLORIDA DEPARTMENT OF STATE<br>Sandra B. Morthem<br>Secretary of State<br>DIVISION OF CORPORATIONS |
|------------------------------------------------|-----------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------|

DOCUMENT # K59790 (1)  
1. Corporation Name  
PC FOODS OF OKEECHOBEE, INC.



|                                                                                                                                 |                                                                                                                                 |
|---------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------|
| Principal Place of Business                                                                                                     | Mailing Address                                                                                                                 |
| <del>C/O HAFT &amp; ASSOCIATES, P.A.</del><br><del>1101 BRICKELL AVE., SUITE 800 SOUTH</del><br><del>MIAMI FL 33131</del><br>US | <del>C/O HAFT &amp; ASSOCIATES, P.A.</del><br><del>1101 BRICKELL AVE., SUITE 800 SOUTH</del><br><del>MIAMI FL 33131</del><br>US |

DO NOT WRITE IN THIS SPACE

|                                |                           |                                                                                                     |               |                                |
|--------------------------------|---------------------------|-----------------------------------------------------------------------------------------------------|---------------|--------------------------------|
| 2. Principal Place of Business | 2a. Mailing Address       | 3. Date Incorporated or Qualified                                                                   | 4. FEI Number | Applied For                    |
| 21 C/O: CPG Holdings Inc.      | 21 C/O: CPG Holdings Inc. | 01/12/1989                                                                                          | 65-0130020    | Not Applicable                 |
| 22 1470, ONE Biscayne Tower    | 22 ONE Biscayne Tower     | 5. Certificate of Status Desired                                                                    |               | \$8.75 Additional Fee Required |
| 23 Miami FL 33131              | 23 Suite 1470, Miami FL   | 6. Election Campaign Financing Trust Fund Contribution                                              |               | \$5.00 May Be Added to Fees    |
| 24 33131                       | 24 33131                  | 8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. |               | Yes No                         |

|                                                                                          |                                                                        |
|------------------------------------------------------------------------------------------|------------------------------------------------------------------------|
| 9. Name and Address of Current Registered Agent                                          | 10. Name and Address of New Registered Agent                           |
| HAFT & ASSOCIATES, P.A.<br>1101 BRICKELL AVE.<br>SUITE 800 SOUTH TOWER<br>MIAMI FL 33131 | Regina H. Florez<br>ONE Biscayne Tower<br>Suite 1470<br>Miami FL 33131 |

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE REGINA H. FLOREZ  
Signature type for printed name of registered agent (and title if applicable)  
(NOTE: Registered Agent signature required when reporting)

12. OFFICERS AND DIRECTORS

|                |                                     |                    |                    |
|----------------|-------------------------------------|--------------------|--------------------|
| TITLE          | PD                                  | 1.1 TITLE          | 1.1 TITLE          |
| NAME           | CUSTER, FELIPE ANTONIO              | 1.2 NAME           | ONE Biscayne tower |
| STREET ADDRESS | 1101 BRICKELL AVE., SUITE 800-SOUTH | 1.3 STREET ADDRESS | Suite 1470         |
| CITY-ST-ZIP    | MIAMI FL                            | 1.4 CITY-ST-ZIP    | MIAMI FL 33131     |
| TITLE          | T                                   | 2.1 TITLE          |                    |
| NAME           | TRIESE, RICHARD                     | 2.2 NAME           | SAME AS ABOVE      |
| STREET ADDRESS | 1101 BRICKELL AVE., SUITE 800 SOUTH | 2.3 STREET ADDRESS |                    |
| CITY-ST-ZIP    | MIAMI FL                            | 2.4 CITY-ST-ZIP    |                    |
| TITLE          | S                                   | 3.1 TITLE          |                    |
| NAME           | ENGEL, MARTIN                       | 3.2 NAME           | SAME AS ABOVE      |
| STREET ADDRESS | 1101 BRICKELL AVE., SUITE 800 SOUTH | 3.3 STREET ADDRESS |                    |
| CITY-ST-ZIP    | MIAMI FL                            | 3.4 CITY-ST-ZIP    |                    |
| TITLE          |                                     | 4.1 TITLE          |                    |
| NAME           |                                     | 4.2 NAME           |                    |
| STREET ADDRESS |                                     | 4.3 STREET ADDRESS |                    |
| CITY-ST-ZIP    |                                     | 4.4 CITY-ST-ZIP    |                    |
| TITLE          |                                     | 5.1 TITLE          |                    |
| NAME           |                                     | 5.2 NAME           |                    |
| STREET ADDRESS |                                     | 5.3 STREET ADDRESS |                    |
| CITY-ST-ZIP    |                                     | 5.4 CITY-ST-ZIP    |                    |
| TITLE          |                                     | 6.1 TITLE          |                    |
| NAME           |                                     | 6.2 NAME           |                    |
| STREET ADDRESS |                                     | 6.3 STREET ADDRESS |                    |
| CITY-ST-ZIP    |                                     | 6.4 CITY-ST-ZIP    |                    |

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13, unchanged, or on an attachment with an address.

SIGNATURE REGINA H. FLOREZ PRES. 4/29/98

CR2E034 (10/97)