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**FLORIDA PROFIT CORPORATION OR P.A.**

**DUFFUS MARKETING & DISTRIBUTION, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

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**ARTICLES OF INCORPORATION  
FOR  
DUFFUS MARKETING & DISTRIBUTION, INC.**

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**ARTICLE I- NAME**

The name and address of this Corporation is DUFFUS MARKETING & DISTRIBUTION, INC., located at 1031 Ives Dairy Road, Suite 228, North Miami Beach, Florida 33179.

**ARTICLE II- DURATION**

This Corporation shall have a perpetual existence.

**ARTICLE III- PURPOSE**

This Corporation may engage in any activity or business permitted under the laws of the United States of America and the State of Florida. The purpose of this Corporation is to provide marketing, distribution and consulting services in the food industry.

**ARTICLE IV- STOCK**

This Corporation is authorized to issue 100 shares of stock- \$0.50 par value which shall be designated as "common shares".

**ARTICLE V- INITIAL REGISTERED OFFICE AND AGENT**

The name and address of the registered agent of this Corporation is Donna M. Delgado, Esquire, Law Offices of Donna M. Delgado, P.A., 1031 Ives Dairy Road, Suite 228, North Miami Beach, Florida 33179.

**ARTICLE VI- INITIAL BOARD OF DIRECTORS and OFFICERS**

This Corporation shall have two (2) Directors, initially. The number of Directors may be increased or diminished from time to time by the Bylaws, but shall never be less than one (1). The Initial Directors and corporate officers are as follows:

Everton Duffus (President and Secretary) and Diana Duffus (Vice President and Treasurer)  
1031 Ives Dairy Road, Suite 228, North Miami Beach, FL 33179

Prepared by:  
Donna M. Delgado, Esquire  
1031 Ives Dairy Road, #228  
North Miami Beach, Fla 33179/(305)654-8202/FBN 0858160

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Page 2 ARTICLES OF INCORPORATION/Duffus Marketing &amp; Distribution, Inc.

ARTICLE VII- BYLAWS

The Bylaws of this Corporation may be adopted, altered amended or repealed by either the Shareholders or the Directors.

ARTICLE VIII-INDEMNIFICATION

This Corporation shall indemnify any Officer or Director, or any former Officer or director, to the fullest extent permitted by law.

ARTICLE IX-PREEMPTIVE RIGHTS

Every Shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already has, shall have the right to purchase his pro rata share thereof, (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE X- INCORPORATOR

The name and address of the person signing these Articles of Incorporation is Everton Duffus of 1031 Ives Dairy Road, Suite 228, North Miami Beach, FL 33179.

ARTICLE XI- AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 04 day of January, 2000.

  
EVERTON DUFFUS

STATE OF FLORIDA  
COUNTY OF DADE

The forgoing instrument was acknowledged before me on this 04 day of January 2000, by Everton Duffus, who personally appeared before me at the time of notarization and ( ) who is personally known to me or ( ) who produced #DL \* 3971191109 as identification



D.M. DELGADO  
My Commission 00570250  
Expires Jul. 17, 2000

  
Notary Public

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ARTICLES OF INCORPORATION/Duffus Marketing &amp; Distribution, Inc.

**CERTIFICATE DESIGNATING REGISTERED AGENT AND PLACE OF BUSINESS  
FOR SERVICE OF PROCESS WITHIN FLORIDA AND ACCEPTANCE OF AGENT  
UPON WHOM PROCESS MAY BE SERVED**

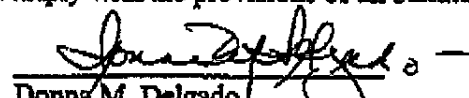
In compliance with ss48.091, Florida Statutes, the following is submitted:

That Duffus Marketing & Distribution, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 1031 Ives Dairy Road, North Miami Beach, Florida 33179, has named Donna M. Delgado, as its agent to accept service of process within Florida.

Dated: 01/04/00

  
Everton Duffus

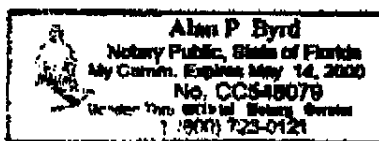
Having been named to accept service of process for the above named corporation which is located at 1031 Ives Dairy Road, Suite 228, North Miami Beach, Florida 33179, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

  
Donna M. Delgado  
1031 Ives Dairy Road/Suite 228  
N. Miami Beach, FL 33179

State of Florida  
County of Dade

The foregoing instrument was acknowledge before me on this 04 day of January 2000, by Donna M. Delgado, who personally appeared at the time of notarization and ☒ who is personally known to me or ☐ who produced her FDL # \_\_\_\_\_, as identification.

  
Notary Public



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