

P00000036469

Andres Triay, JR

Requestor's Name

147 Alhambra Circle #200

Address

Coral Gables, FL

City

State

ZIP

Phone

4704A

ATTENTION ONLY

100003199661--3

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*****78.75 *****78.75

CORPORATION(S) NAME

America Food Distributors, Inc.

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 APR - 7 AM 10:11

RECEIVED



Empire Toll Free: 1-800-432-3028

DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

00 APR 11 AM 11:56

FILED

☒ Profit

☐ NonProfit

☐ Amendment

☐ Merger

☐ Foreign

☐ Dissolution

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of Registered Agent

☒ Certified Copy

☐ Photo Copies

☐ Certificate Under Seal

☐ Call When Ready

☐ Call If Problem

☐ After 4:30

☐ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

W-9324



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 7, 2000

EMPIRE

MIAMI, FL

SUBJECT: AMERICAN FOOD DISTRIBUTORS, INC.
Ref. Number: W00000009324

We have received your document for AMERICAN FOOD DISTRIBUTORS, INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of 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 (850) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 500A00019150

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00 APR 11 AM 9:27
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF

AMERICA FOOD INTERNATIONAL DISTRIBUTORS, INC.

The undersigned, acting as incorporator of a Corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such Corporation :

I

The name of the corporation is : AMERICA FOOD INTERNATIONAL

II

DISTRIBUTORS, INC.

The period of duration of the Corporation is perpetual.

III

The Corporation is created for the purpose of engaging in any and all things allowed and permitted to be done under the statutes of the State of Florida, and to do any and all of the things hereinafter mentioned as fully and to the same extent as natural persons might or could do, to wit :

Generally, to make and perform contracts of any kind and description, and for the purpose of attaining any of the objects of the Corporation, to do and perform any other acts or things, and to exercise any and all powers which a co-partnership or natural person could do and exercise, and which are now, or hereafter may be authorized by law, and generally do and perform any and all things necessary or incidental to the performing or carrying out of the powers hereinabove specifically delegated or implied.

IV

Authorized Shares

NUMBER - The aggregate number of shares that the Corporation shall have the authority to issue is Seven Thousand Five Hundred (7,500) shares of Capital Stock with a par value of One (\$1.00) Dollar per share.

INITIAL ISSUE - One Hundred (100) shares of the Capital Stock of the Corporation shall be issued for cash at a par value of One (\$1) Dollar per share.

DIVIDENDS - The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Shareholders, dividends payable either in cash, in property, or in shares of the capital stock of the Corporation.

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00 APR 11 AM 11:56
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Page 2

V

The initial street address in Florida of the initial principal office of the Corporation is :

8327 N.W. 68 STREET
MIAMI, FL 33166

The initial place of business of the Corporation is :

8327 N.W. 68 STREET
MIAMI, FL 33166

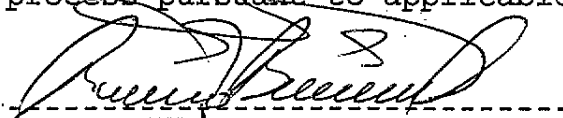
and the name of the initial Registered Agent is :

RAMIRO EDUARDO BERNAL

Whose registered office is located at :

8327 N.W. 68 STREET
MIAMI, FL 33166

The undersigned agrees to act as the registered agent for the Corporation for service of process pursuant to applicable Florida Statutes.



RAMIRO EDUARDO BERNAL

VI

The Corporation shall have no directors. The business of the Corporation shall be managed by the stockholders of the Corporation in accordance with the Florida Statutes.

VII

INITIAL OFFICERS - The initial officers of the Corporation are :

PRESIDENT : RAMIRO EDUARDO BERNAL

SECRETARY : RAMIRO EDUARDO BERNAL

VIII

The name and address of the initial incorporator is as follows :

RAMIRO EDUARDO BERNAL
8327 N.W. 68 STREET
MIAMI, FL 33166

IX

The shareholders shall have the power to adopt, ammend, alte change or repeal the articles of incorporation when proposed and approved at a stockholders meeting, with not less than a unanimous vote of the common stock.

X

The shareholders shall, at the first meeting called for that purpose, adopt By-laws not inconsistent with these Articles and which shall be for the government of the Corporation and subordinate to these Articles of Incorporation and the laws of the State of Florida and the United States.

IN WITNESS WHEREOF, THE UNDERSIGNED has made and subscribed to these Articles of Incorporation, at Miami, Florida on the 4th. day of April, 2000.



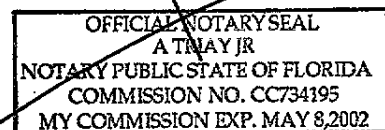
RAMIRO EDUARDO BERNAL

STATE OF FLORIDA:
COUNTY OF DADE :

Before me, the undersigned authority, appeared Ramiro Eduardo Bernal who is to me known to be the person described in and who subscribed to the above Articles of Incorporation and he did it freely and voluntarily acknowledge before me according to law, that he made subscribed the same for the purpose therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at Miami, in said County and State, this 4th. day of April, 2000.

NOTARY PUBLIC
My commission expires :



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00 APR 11 AM 11:56
SECRETARY OF STATE
TALLAHASSEE FLORIDA