

Sent By: LEGAL ALTERNATIVES;
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Division of Corporations

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Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

EFFECTIVE DATE

5-21-00

Electronic Filing Cover Sheet

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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : LEGAL ALTERNATIVES
Account Number : I19990000256
Phone : (954) 422-9720
Fax Number : (954) 422-9764

FLORIDA PROFIT CORPORATION OR P.A.

Vera Fresh International and More, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	04
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DIVISION OF CORPORATIONS
00 MAY 22 PM 1:52

B. McKnight MAY 22 2000

**ARTICLES OF INCORPORATION
OF
VERA FRESH INTERNATIONAL, INC.**

EFFECTIVE DATE

5-21-00

In compliance with the requirements of F.S. Chapter 607, the undersigned, being natural persons, hereby act as incorporators in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of this corporation is VERA FRESH INTERNATIONAL, INC..

ARTICLE II

The existence of the corporation shall begin on MAY 21, 2000.

ARTICLE III

The street address of the principal office of the corporation is 680 SW 50 AVENUE,
MARGATE, FLORIDA 33068

ARTICLE IV

The maximum number of shares this corporation is authorized to issue is 1000, par value \$1.00 per share, all of which shall be common shares. All common shares shall be identical with each other in every respect and the holders of common shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the corporation's registered office is 690 SW 50 AVENUE, MARGATE, FLORIDA, 33068. The initial registered agent for the corporation at that address is FRANK SCOTTI.

ARTICLE VI

The names and street addresses of the incorporators of these articles of incorporation are:

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Names

Addresses

ANDREW AXELROD

22333 SW 66 AVENUE, APT 1101
BOCA RATON, FLORIDA 33428

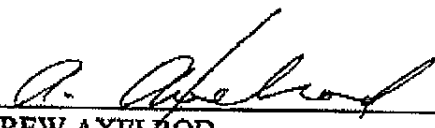
FRANK SCOTTI

680 SW 50 AVENUE
MARGATE, FLORIDA 33068

LANCE PROMNICK

9261 SOUTHAMPTON PLACE
BOCA RATON, FLORIDA 33434

The undersigned have executed these articles of incorporation on May 21, 2000.



ANDREW AXELROD
Incorporator

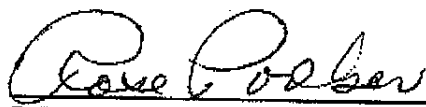


FRANK SCOTTI
Incorporator

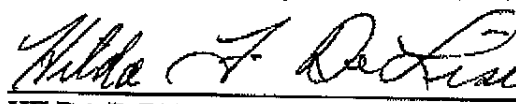


LANCE PROMNICK
Incorporator

WITNESSES:



ROSE PODBER
1742 W. HILLSBORO BLVD
DEERFIELD BEACH, FLORIDA 33442



HILDA F. DELISI
1742 W. HILLSBORO BLVD
DEERFIELD BEACH, FLORIDA 33442

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

UNDER THE PROVISIONS OF F.S. 607.0501, THE UNDERSIGNED CORPORATION,
ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE
FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED
AGENT IN THE STATE OF FLORIDA.

1. The name of the corporation is: VERA FRESH INTERNATIONAL, INC.
2. The name and address of the registered agent and office is:

FRANK SCOTTI
690 SW 50 AVENUE
MARGATE, FLORIDA 33068

Having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, I accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


FRANK SCOTTI

May 21, 2000

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