MYOS & ASSOCIATES, INC ACCOUNTING - FINANCIAL PLANNING - BUSINESS ORGANIZATION - TAX PLANNING - INSURANCE

P000010240L

October 25, 2000

Florida Department of State P.O Box 6327 Tallahassee, Florida 32314

Re: MAJESTY FARMS, INC.

EFFECTIVE DATE

To Whom It May Concern:

Enclosed you will find copy of the Articles of MAJESTY FARMS, INC.

Also included is the proper fee for the amount of \$78.75

If you have any questions or need additional information, please do not hesitate to contact our office.

Sincerely,

Orlando J. Silva Vice-President

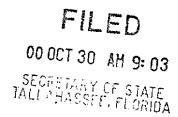
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00 OCT 30 AM 9: 03
SECRETARY OF STATE

1433 MAJESTY TERRACE, WESTON, FLORIDA 33327

PHONE (954) 389-2796 - FAX (954) 349-8242





ARTICLES OF INCORPORATION OF MAJESTY FARMS, INC.

The undersigned, MAJESTY FARMS, INC., acknowledges and files in the office of the Secretary of State of the State of Florida for the purpose of forming a corporation for profit, in accordance with the laws of the State of Florida, this Article of Incorporation, as by law provided.

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The name of this corporation is: MAJESTY FARMS, INC.

II.

The existence of this corporation shall commence on the date of subscription and acknowledgment of these articles and shall be perpetual thereafter.

III.

The general nature of the business and businesses to be transacted are as follows:

To transact any and all lawful business for which corporations may be incorporated under the laws of the State of Florida or the United States.

Without in any way limiting any of the objects and powers of the corporation, to carry on its business, or for the purpose of publishing any of the objects here in above mentioned shall have the power to make and perform contracts of any kind and description to do any and all other acts and things, and to exercise any and all the other power, either as principal, agent or broker conferred by the laws of the State of Florida upon corporations formed under the laws of said state and which now or here after may authorized by the law:

Prepared by:

Orlando Silva

MYOS & ASSOCIATES, INC.

1433 Majesty Terrace Weston, Florida 33327

IV.

The principal place of business and mailing address of this corporation shall be 8296 N.W. South River Drive, Miami, Florida 33166.

V.

The maximum number of shares that this corporation authorized to have outstanding at any one time is 1000 shares of common stock, \$1.00 par value.

VI.

The street address of the initial registered office of this corporation is: 8296 N.W. South River Drive, Miami, Florida 33166, and the name of the registered agent of this corporation at that address is: Marlon Garcia.

VII.

The business of this corporation shall be managed by the Board of Directors of not less than one Director.

VIII.

The name and address of each Director is:

Angela M. Libreros, 701 Avenue L, Apt # 205, Delray Beach, Florida 33843 – President – Number of shares 40%

Marlon Garcia, 1387 Plumosa Way, Weston, Florida 33327- Vice-President - Number of Shares 30%

Federico Mite, 8296 NW South River Drive, Miami, Florida 33166 - Director - Number of shares 30 %

IX.

The name and street address of the Incorporator is:

Marlon Garcia, 1387 Plumosa Way, Weston, Florida 33327

INCORPORATOR Marlon Garcia

DATED; October 27, 2000

STATE OF FLORIDA COUNTY OF BROWARD

WITNESS my hand and official seal in the County and State aforesaid this 25th day of October, 2000.

Maria A Silva

*My Commission CC861902

MARIA A SILVA

Expires July 8, 2001

NOTARY PUBLIC

My Commission Expires:

FILED

00 OCT 30 AM 9: 03

SECRETARY OF STATE TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION

REGISTERED AGENT & REGISTERED OFFICE

Pursuant to the provisions of section 607.0105, Florida Statutes, 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 MAJESTY FARMS, INC.
- 2. The name and address of the registered agent and office is:

Marlon Garcia, 1387 Plumosa Way, Weston, Florida 33327.

INCORPORATOR Marlon Garcia

ACKNOWLEDGMENT:

Having been named as registered agent and to accept service of process for the above stated corporation at place designated in this certificate, 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 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.

Marlon Garcia

Registered Agent