

Division of Corporations

PO1000021608Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H14000189942 3)))



H140001899423ABC5

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850) 617-6380

From: Account Name : JAM MARK LIMITED
Account Number : I20000000112
Phone : (305) 789-7758
Fax Number : (305) 789-7799

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: cliff@monacofoods.com

**COR AMND/RESTATE/CORRECT OR O/D RESIGN
MONACO TRADING, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$43.75

128684-3**RECEIVED****14 AUG 12 PM 4:26**DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Electronic Filing Menu

Corporate Filing Menu

Help

14 AUG 12 PM 2:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDAAPPROVED
AND
FILED*Amber Root*
2014 AUG 13 9:00
T. LEMIEUX

H14000189942 3

AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
MONACO TRADING, INC.

Pursuant to the provisions of Florida Statutes Sections 607.1006, 607.1007, 607.0704 and 607.0821 of the Florida Business Corporation Act, the undersigned adopts the following Amended and Restated Articles of Incorporation (the "Amended and Restated Articles of Incorporation") of MONACO TRADING, INC., a corporation duly organized and existing under the laws of the State of Florida as filed on February 28, 2001 and assigned document number P01000021608, and confirms that such Amended and Restated Articles of Incorporation was duly adopted by written consent of the shareholder on August 12, 2014, and the number of votes cast for the amendments by the shareholder was sufficient for approval. These Amended and Restated Articles of Incorporation hereby amend and restate the provisions of the Corporation's original Articles of Incorporation in their entirety:

ARTICLE I. NAME

The name of the Corporation is MONACO TRADING, INC. (the "Corporation").

ARTICLE II. ADDRESS

The principal and mailing address of the Corporation is 11380 Prosperity Farms Road, #221E, Palm Beach Gardens, Florida 33410.

ARTICLE III. TERM OF EXISTENCE

The Corporation shall exist perpetually unless sooner dissolved in accordance with the laws of the State of Florida.

ARTICLE IV. PURPOSE

The purpose of the Corporation is to engage in any lawful activity or business permitted under the laws of the United States and the State of Florida.

ARTICLES V. AUTHORIZED SHARES

The maximum number of shares that the Corporation is authorized to have outstanding at any time is 1,000 shares of common stock having \$0.10 par value per share.

ARTICLES VI. DIRECTORS

The names and addresses of the Directors of the Corporation are:

Jim Perkins
c/o Worldwide Management LLC
11380 Prosperity Farms Road, #221E
Palm Beach, Florida 33410

Cliff Penbe
1571 Copans Road, Suite 101
Pompano Beach, Florida 33064

H14000189942 3

14 AUG 12 PM 2:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

H14000189942 3

ARTICLES VII. OFFICER(S)

The name and address of the Officer of the Corporation, to the corporate offices indicated opposite his name below, is:

Cliff Penbe:
1571 Copans Road, Suite 101
Pompano Beach, Florida 33064

Vice-President and Secretary

ARTICLE VIII. REGISTERED OFFICE AND AGENT

The Corporation designates 11380 Prosperity Farms Road, #221E, Palm Beach Gardens, Florida 33410 as the street address of the registered office of the Corporation and names Corporate Creations Network Inc. as the Corporation's registered agent at that address to accept service of process within this state.

ARTICLE IX. BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the sole shareholder and board of directors, except that the board of directors may not amend or repeal any bylaw adopted by the sole shareholder if the shareholder specifically provides that the bylaw is not subject to amendment or repeal by any director.

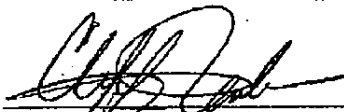
ARTICLE X. AMENDMENTS

The Corporation reserves the right to amend or repeal any provisions contained in these Amended and Restated Articles of Incorporation in the manner prescribed by law, and all rights conferred on sole shareholder are subject to this reservation.

ARTICLE XI. INDEMNIFICATION

The Corporation shall indemnify, to the full extent permitted by law, any officer, director, employee or agent of the Corporation, or any former officer, director, employee or agent of the Corporation, or any person who, at the request of the Corporation, is or was serving as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation of the Corporation on this 12th day of August, 2014.


Cliff Penbe, Vice-President