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February 26, 2001

Secretary of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 33214

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-03/05/01--01104--020  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Ref: **SOUTH TROPICAL FRUIT CORPORATION**

Dear Sir/Madam:

I attach the original and one copy of the Articles of Incorporation for SOUTH TROPICAL FRUIT CORPORATION, together with my check in the amount of \$78.75.

This represents the cost of Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Sincerely yours,

*Maria Eugenia Castro*

MARIA EUGENIA CASTRO

SOUTH TROPICAL FRUIT CORPORTION  
1455 No. Treasure Dr., Apt. 1L  
North Bay Village, FL 33141

FILED  
01 MAR -5 PM 3:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Richard Lohr*

AUTHORIZATION BY PHONE TO

CORRECT RA address - last of

DATE *PH*

FILE NUMBER

*Ret 3/8/01*

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01 MAR -5 PM 3:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

of

**SOUTH TROPICAL FRUIT CORPORATION**

(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

*ARTICLE I – CORPORATE NAME*

The name of the corporation is:

**SOUTH TROPICAL FRUIT CORPORATION**

*ARTICLE II – DURATION*

This corporation shall exist perpetually unless dissolved according to Florida law.

*ARTICLE III – PURPOSE*

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

*ARTICLE IV – CAPITAL STOCK*

The corporation is authorized to issue **One Thousand** shares (1000) of **One Dollar(s)** (\$1.00) par value Common Stock, which shall be designated "Common Shares."

*ARTICLE V – INITIAL REGISTERED OFFICE AND AGENT*

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

Name	Richard D. Lotharius		
Address	7700 N. Kendall Drive, Ste. 304		
City	Miami	FLORIDA	ZIP 33156

The principal office, if known, or the mailing address of the corporation is:

Name	South Tropical Fruit Corporation		
Address	1455 No. Treasure Dr., Apt. 1L		
City	North Bay Village	FLORIDA	ZIP 33141

**ARTICLE VI – INITIAL BOARD OF DIRECTORS**

This corporation shall have One ( 1 ) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

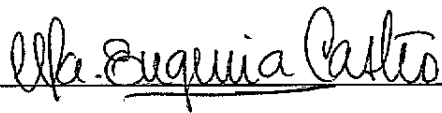
Name	Maria Eugenia Castro		
Address	1455 No. Treasure Dr., Apt. 1L		
City	North Bay Village	STATE Florida	ZIP 33141
Name	Javier Castro Barcelona		
Address	Calle Cuarta #404 y Datiles		
City	Guayaquil, Ecuador	STATE	ZIP
Name			
Address			
City		STATE	ZIP

**ARTICLE VII – INCORPORATION**

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

Name	Maria Eugenia Castro		
Address	1455 No. Treasure Dr., Apt. 1L		
City	North Bay Village	STATE Florida	ZIP 33141
Name			
Address			
City		STATE	ZIP
Name			
Address			
City		STATE	ZIP

**IN WITNESS WHEREOF**, the undersigned subscriber(s) have executed these Articles of Incorporation this 25th day of July, 2000.

 (Seal)  
 \_\_\_\_\_ (Seal)  
 \_\_\_\_\_ (Seal)

FILED

01 MAR -5 PM 3:44

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE AND ACKNOWLEDGEMENT  
OF REGISTERED AGENT**

*CERTIFICATE OF REGISTERED AGENT  
OF*

**SOUTH TROPICAL FRUIT CORPORATION**

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*(name of corporation)*

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:  
The above corporation, desiring to organize under the laws of the State of Florida with its  
register office as indicated in the Articles of Incorporation

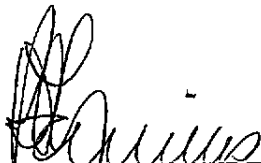
At: 7700 N Kendall Dr, Ste. 304  
Miami, FL 33156

Has named **RICHARD D. LOTHARIUS**

Located at the aforesaid address, as its Register Agent to accept service of process within  
this state.

*ACKNOWLEDGEMENT*

Having been named as Registered Agent to accept service of process for the above stated  
corporation at the place designated in this certificate, and being familiar with the  
obligations of that position, I hereby accept to act in this capacity, and agree to comply  
with the provisions of Florida Law in keeping open said office.



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(registered agent)