

# P01000027573

**ADORNO & ZEDER**  
A PROFESSIONAL ASSOCIATION

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**FEDERAL EXPRESS**

March 13, 2001

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

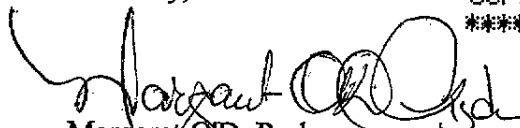
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ALIMENTOS ORGANICOS CORP.**

Ladies and Gentlemen:

Enclosed herein are the original Articles of Incorporation on behalf of the captioned company. Also enclosed is a check in the amount of \$78.75 to cover the requisite filing fee, registered agent fee and certified copy fee. Please return the certified copy of the Articles of Incorporation to me in the enclosed prepaid Federal Express envelope. If you have any questions please call me at (305) 860-7362.

Sincerely,

  
Margaret O'D. Ryder  
Legal Assistant

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

MOR

cc: Richard D. Spradling (w/enc)

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**ARTICLES OF INCORPORATION  
OF  
ALIMENTOS ORGANICOS CORP.**

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TALLAHASSEE, FLORIDA

**ARTICLE I - NAME AND BUSINESS ADDRESS**

The name of this Corporation is Alimentos Organicos Corp. Its principal office address and business mailing address is 7095 S.W. 47 Street, Miami, Florida 33155.

**ARTICLE II - DURATION**

The Corporation shall have a perpetual existence.

**ARTICLE III - PURPOSE**

The purpose of this Corporation is to engage in any activities or business permitted under the Laws of the United States and Florida.

**ARTICLE IV - CAPITAL STOCK**

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 500 shares of common stock, having a par value of \$.01 per share.

**ARTICLE V - INITIAL  
REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation shall be 2601 South Bayshore Drive, Suite 1600, Miami, Florida 33133, and the initial registered agent of this Corporation at such office shall be Dennis J. Olle, who upon accepting this designation agrees to comply with the provisions of Chapters 48 and 607, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process.

**ARTICLE VI - INITIAL BOARD OF DIRECTORS**

The initial Board of Directors shall consist of one member. The number of directors may be increased or decreased from time to time by vote of the Board of Directors, but in no case shall the


number of directors be less than one nor more than nine. The name and address of the director constituting the initial Board of Directors is:

<u>Name</u>	<u>Address</u>
Richard D. Spradling	7095 S.W. 47 Street Miami, FL 33135

#### **ARTICLE VII - INCORPORATOR**

The name and street address of the person signing these Articles of Incorporation is:


<u>Name</u>	<u>Address</u>
Nibaldo J. Capote	2601 South Bayshore Drive, Suite 1600 Miami, Florida 33133.

  
\_\_\_\_\_  
Nibaldo J. Capote  
Incorporator

**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for Alimentos Organicos Corp., at the place designated in the Articles of Incorporation, Dennis J. Olle agrees to act in this capacity and is familiar with, and accepts, the obligations of such position, and agrees to comply with the provisions of Section 48.091, Florida Statutes, relative to keeping open such office.

Dated: March 12, 2001

  
\_\_\_\_\_  
Dennis J. Olle

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