

Division of Corporations

Page 1 of 1

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Florida Department of State
Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.**Rose Superior Foods, Inc.****FAXED**
315

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H01000037200 2

ARTICLES OF INCORPORATION OF

Rose Superior Foods, Inc.

ARTICLE I.

CORPORATE NAME

The name of this corporation shall be:

Rose Superior Foods, Inc.

ARTICLE II.

NATURE OF CORPORATE BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III.

CAPITAL STOCK

This Corporation is authorized to issue a maximum of One Thousand (1,000) shares of common stock having a par value of One Dollars (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV.

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

Jonathan W. Segal
25 S.E. 2nd Avenue, Suite 730
Miami, Florida 33131

ARTICLE V.

MAILING ADDRESS OF CORPORATION

The Corporation's mailing address shall be:

808 Brickell Key Drive Apt. 2804
Miami, Florida 33131

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ARTICLE VI.
BOARD OF DIRECTORS

The number of Directors may be altered from time to time by By-Laws adopted by the Stockholders. However, the Corporation shall have no less than one (1) Director at any time.

ARTICLE VII.
INITIAL DIRECTOR

The name and post office address of the first Director of the Corporation is:

<u>Name</u>	<u>Address</u>
Marion Rose	808 Brickell Key Drive Apt. 2804 Miami, Florida 33131

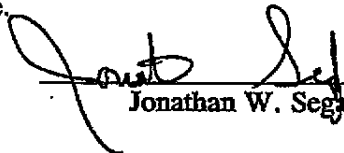
The first Director shall hold office until the first annual meeting of the Stockholders of the Corporation.

ARTICLE VIII
INCORPORATOR

The name and post office address of the Incorporator executing these Articles of Incorporation is:

<u>Incorporator</u>	<u>Address</u>
Jonathan W. Segal	25 S.E. 2 nd Avenue, Suite 730 Miami, Florida 33131

THE UNDERSIGNED Incorporator, for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.


Jonathan W. Segal

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STATE OF FLORIDA :
: SS
COUNTY OF MIAMI-DADE :

BEFORE ME, the undersigned authority, appeared Jonathan W. Segal, who is personally known to me or who has produced as identification, and acknowledged that he executed said Articles of Incorporation, and who did take an oath.

WITNESS my hand and seal in the State and County aforesaid, this 11th day of April, 2001.

Sandra A. Faigen

NOTARY PUBLIC, State of Florida

Print Name: SANDRA A. FAIGEN

My Commission Expires:



Sandra A. Faigen
My Commission CC884548
Expires August 18, 2003

The undersigned hereby accepts the foregoing designation as initial Registered Agent and agrees to comply with the provisions of law applicable to said designation.

Jonathan W. Segal

Jonathan W. Segal, Registered Agent

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