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TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. QUALITY FARMS, INC.

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-06/27/01--01045--016

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

(Corporation Name)

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AMENDMENTS	
Amendment	
Resignation of R.A., Officer/Director	
Change of Registered Agent	
Dissolution/Withdrawal	
Merger	

OTHER FILINGS	
Annual Report	
Fictitious Name	
Name Reservation	

REGISTRATION/QUALIFICATION	
Foreign	
Limited Partnership	
Reinstatement	
Trademark	
Other	

01 JUN 27 PM 12:05  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED

Examiner's Initials

# **ARTICLES OF INCORPORATION**

**FILED**  
01 JUN 27 PM 12:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation, providing for the formation, rights, privileges and immunities of a corporation for profit.

## **ARTICLE I**

The name of the corporation is:

***QUALITY FARMS, INC.***

## **ARTICLE II**

The duration of the Corporation is perpetual.

## **ARTICLE III**

The general purpose for which the corporation is organized is "To engage in lawful business activity for which the corporation may be incorporated under the Florida General Corporation Act."

#### **ARTICLE IV**

The aggregate numbers of shares, which the corporation is authorized to issue, are 500. Such shares shall be of a single class (capital stock), shall be \$1.00 per share par value, and shall be known as Section 1244 Stock, such stock term is defined in the Internal Revenue Code.

#### **ARTICLE V**

The whole or any part of the capital stock shall be payable either in lawful money of the United States or in property, labor or services insofar as permitted from time to time by the laws of the State of Florida, the value of such property, labor or services to be determined by the Board of Directors.

#### **ARTICLE VI**

The amount of capital with which the corporation shall commence business shall be at least Five Hundred Dollars (\$500.00).

Five Hundred shares issued and outstanding.

**ARTICLE VII**

The principal street address and the initial registered office of the corporation is:

231 Altara Avenue  
Coral Gables, FL 33146

The initial Registered Agent at such address is:

Marilyn Ramirez

**ARTICLE VIII**

The number of Directors constituting the initial Board of Director of the corporation are/is (2). The name and address of the person(s) who are to serve as members of the initial Board of Directors are:

Juan Manuel Ortiz

231 Altara Avenue  
Coral Gables, FL 33146

Marilyn Ramirez

231 Altara Avenue  
Coral Gables, FL 33146

## **ARTICLE IX**


The names and addresses of each Incorporator of these Articles of Incorporation is/are as follows:

Juan Manuel Ortiz	231 Altara Avenue Coral Gables, FL 33146	51%
Marilyn Ramirez	231 Altara Avenue Coral Gables, FL 33146	49%

## **ARTICLE X**

The corporation shall at all times have any corporate powers enumerated in the General Corporation Act of Florida.

EXECUTED by the undersigned at Miami, Miami-Dade County, Florida this 20<sup>th</sup> day of June 2001.

 (SEAL)  
Juan Manuel Ortiz, President

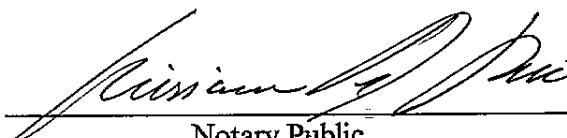
 (SEAL)  
Marilyn Ramirez, Vice-President

STATE OF FLORIDA

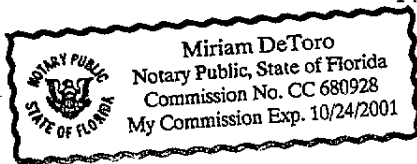
COUNTY OF MIAMI-DADE

BEFORE ME, the undersigned authority, personally appeared Juan Manuel Ortiz & Marilyn Ramirez, to me known to be the person(s) described in the foregoing Articles of Incorporation, and he signed the same for the purposes therein set forth.

WITNESS my hand and official seal this 20<sup>th</sup> day of June 2001.

  
Notary Public

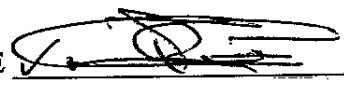
My commission expires:



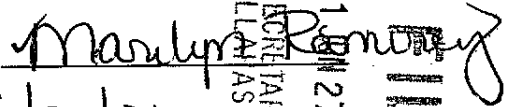
Certificate designating place of business or domicile for the services of process within Florida, naming agent upon who process may be served.

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First that **Quality Farms, Inc.**, desiring to organize or qualify under the laws of the State of Florida with its principal place of business at 231 Altara Avenue, Coral Gables, FL 33146 has named Marilyn Ramirez at 231 Altara Avenue, Coral Gables, FL 33146 as its agent to accept service of process within Florida.

SIGNATURE   
TITLE President  
DATE 6-22-01

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

SIGNATURE   
DATE 6/22/01

01 JUN 27 PM 12:05  
FILED  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA