

P010000069052

June 20, 2001

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

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-07/11/01--01051--003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Subject: NEW LIFE PRODUCE, INC.

Dear Sir or Madam:

Enclosed are an original and one (1) copy of the articles of incorporation and a check for \$70.00 for Filing Fee for the above named corporation.

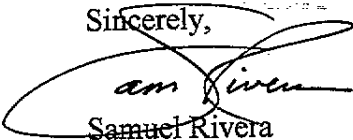
My name, address, and daytime telephone number are as follows:

Samuel Rivera  
2618 Briana Ct.  
Orlando, FL 32837  
(321) 229-9812

FILED  
2001 JUL 11 AM 9:25  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Thank you for your assistance.

Sincerely,

  
Samuel Rivera

Enc.

7/13/01

ARTICLES OF INCORPORATION  
OF  
NEW LIFE PRODUCE, INC.

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2001 JUL 11 AM 9:25

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name and initial address of this Corporation shall be: NEW LIFE PRODUCE, INC., 2618 BRIANA COURT, ORLANDO, FL 32837.

ARTICLE II

This Corporation may engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>NUMBER OF SHARES</u> <u>AUTHORIZED</u>	<u>PAR VALUE</u> <u>PER SHARE</u>	<u>CLASS OF</u> <u>STOCK</u>
10,000	.01	Common

The consideration for all of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this Corporation.

ARTICLE IV

This Corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

## ARTICLE V

The initial registered office of this Corporation shall be 2618 BRIANA COURT, ORLANDO, FL 32837, with the privilege of having its offices and branch offices at other places within or without the State of Florida. The initial registered agent at that address shall be Samuel Rivera.

## ARTICLE VI

This Corporation shall have at least one director, with the exact number to be specified by the stockholders from time to time unless the shareholders shall, by a majority vote thereafter, determine that the Corporation be managed by the stockholders.

## ARTICLE VII

The name and address of the first director of the Corporation, who shall hold office for the first year or until his successor is duly elected and qualified, shall be:

<u>Name</u>	<u>Address</u>
Samuel Rivera	2618 Briana Court Orlando, FL 32837

## ARTICLE VIII

The name and address of the incorporator is: Samuel Rivera, 2618 Briana Court, Orlando, FL 32837.

## ARTICLE IX

No contract or other transaction between this Corporation and any other corporation, and no act of this Corporation, shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this Corporation who is also a director or an officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation which shall authorize any such contract or transaction with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

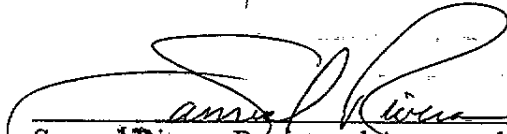
ARTICLE X

The private property of the stockholders shall not be subject to payment of the corporate debts to any extent.

ARTICLE XI

This Corporation may indemnify and insure its officers and directors to the fullest extent permitted by law.

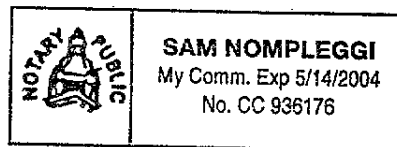
IN WITNESS WHEREOF, I, the undersigned, having been named registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity. Also being the incorporator hereinbefore named, for the purpose of forming a Corporation to do business both within and without the State of Florida, I make and file these Articles of Incorporation hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 9 day of July 2001.

  
Samuel Rivera, Registered Agent and Incorporator

On July 9, 2001 before me, appeared Samuel Rivera, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacities, and that by his signature on the instrument the person, or the entity upon behalf of which he acted, executed the instrument.

WITNESS my hand and official seal.

Signature Sam Nompoggi



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