

PO1000090639

OFFICE USE ONLY (Document #)

LAZARUS CORPORATE FILING SERVICE

(Requestor's Name)

3320 S.W. 87 AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip)

(Phone #)

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

800004589048--2

-09/14/01--01068--027

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

OFFICE USE ONLY

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

1. LA FAVORITA PRODUCE, INC.  
(Corporation Name) (Document #)

2. (Corporation Name) (Document #)

3. (Corporation Name) (Document #)

4. (Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 2.00

☐ Certified Copy

☐ Mail out ☐ Will wait

☐ Photocopy

☐ Certificate of Status

RECEIVED  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
2001 SEP 14 PM 2:42  
TO AGENCY OF FILING  
SUFFICIENCY

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED  
01 SEP 14 PM 3:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

9/17

Examiner's Initials

WE THE UNDERSIGNED, hereby associate ourselves together for the purpose of  
Becoming a Corporation under the laws of the State of Florida, providing for the  
Formation , liability, rights, privileges and immunities of the Corporations for profit.

#### ARTICLE I, NAME

The name of this Corporation shall be:

**LA FAVORITA PRODUCE, INC.**

#### ARTICLE II, NATURE OF BUSINESS

This Corporation may engage in any activity or business permitted under the law  
Of the United States and of the State of Florida.

That the present main business of the Corporation is as follows:

**PRODUCE DISTRIBUTOR**

#### ARTICLE III, CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have  
outstanding at any time is One hundred (100) Shares of common stock, of \$ 10.00  
(Ten dollar) par value.

#### ARTICLE IV, INITIAL CAPITAL

The amount of capital with which this Corporation will begin business will be  
No less than \$ 500.00 (five hundred) Dollars.

#### ARTICLE V, TERM OF EXISTENCE

The Corporation is to have perpetual existence.

FILED  
01 SEP 14 PM 3:34  
TALLAHASSEE FLORIDA  
SECRETARY OF STATE

## ARTICLE VI, ADDRESS

The initial street address in this State of the principal office of the Corporation shall be  
The Board of Director may from time to time move the principal office to any other  
address in Florida.

1407 NW 23 STREET  
MIAMI FL 33142

## ARTICLE VII, DIRECTORS

This Corporation shall have Three (1) Directors initially. The number of directors may be  
Increase or decreased from time to time in such manner as may be prescribed by the  
By-Laws, but shall never be less than one (1).

The Corporation shall indemnify and hold harmless each person who shall save at any  
time hereafter as a director or officer of the Corporation, and any person who serves at  
the request of this Corporation, as a Director or Officer of any other Corporation ,from  
and against any and all claims and liabilities to which such person shall become subject  
by reason of this having heretofore of hereafter being a director or officer of the rpo-  
ration or by reason of any action alleged to have been heretofore or hereafter taken or  
omitted by him as such director or officer, and shall reimburse each such person for all  
Legal and other expenses reasonably incurred by him in connection with any claim or  
Liability provided that no person shall be indemnified against, or reimbursed for, any  
Expenses incurred in connection with any claim or liability as to which it shall be adjud-  
ged that such officer or director is liable for negligence or willful misconduct in the  
performance of his duties.

The right accruing to any person under the foregoing provisions shall not exclude any Other rights to which he may be lawfully entitled nor shall anything herein contained restrict the right of the Corporation to indemnify reimburse such person in any proper case even though not specifically herein provided for.

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 or the Corporation are pecuniarily or otherwise interested in, pr are directors or officers of, such other Corporation; any director individually, or any firm of which any director may be a member, may be party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the Corporation, provided that the fact that he or such firm so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present at any meeting of the board at which action upon any such contract or transaction shall be taken; and any Director of the Corporation who is also a director or officer of such other Corporation or is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the Corporation which shall authorize any such contract or transaction, and may vote thereat to authorized any such contract or transaction , with the like force and effect as if he were not such director or officer of such Corporation or not so interested.

## ARTICLE VIII, INITIAL DIRECTORS

The Name and address of the first Board of Directors and the officers, who, subject to provisions of these Articles of Incorporation, By-Laws of this Corporation and the Corporation laws of the State of Florida, shall hold office the first year of the Corporation's existence, or until their successors are elected and have qualified, are as follows.

NAME	TITLE	ADDRESS
<b>Roberto Nerey</b>	<b>President/D</b>	<b>1335 NW 24 Ave. Miami Fl 33125</b>

## ARTICLE IX, INCORPORATORS

The names address of each incorporators of this Articles of Incorporation are as follows:

NAME	ADDRESS
<b>Roberto Nerey</b>	<b>1335 NW 24 Ave. Miami Fl 33125</b>

## ARTICLE X, OFFICERS

The officers of this Corporation shall be a President, one or more Vice-President Secretary and Treasurer, and such other officers, agents and factors as may be deemed necessary. All officers, agents and factors shall be chosen in such manner, hold their officer for such terms, and have such powers and duties as may be prescribed by the By-Laws or determined by the Board of Directors.

## ARTICLE XI, AMENDMENT

This Corporation reserves the right to amend, alter, change or repeal any provision Contained in these Articles of Incorporations in the manner now or hereafter prescribed by Statute, and all rights conferred to stockholders herein granted subject to this ----- reservation.

ARTICLE XII, REGISTERED AGENT  
AND REGISTERED ADDRESS

**Roberto Nerey**  
**1335 NW 24 Ave.**  
**Miami FL 33125**

IN WITNESS WHEREOF, the undersigned, as subscribing incorporators, have hereunto set our hands and Seals this 10 day of Sept. 2001

For the purpose of forming this Corporation under the laws of the State of Florida and hereby make and file, in the office of the Secretary of the State of Florida, these Articles of Incorporation, and certify that the facts herein stated are true.

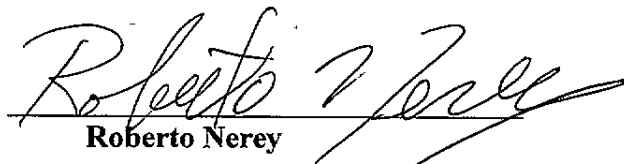
  
\_\_\_\_\_  
Roberto Nerey

ACCEPTANCE OF DESIGNATION  
OF RESIDENT AGENT

The undersigned, named as Resident Agent in the XII Articles of Incorporation  
of : **LA FAVORITA PRODUCE, INC.** does hereby accept the designation.

RESIDENT AGENT and agrees to perform those duties until and unless removed by the  
Of Board Directors of said Corporation.

Dated at Miami, Dade County, Florida, this 10 Day of Sept 2001

  
Roberto Nerey

STATE OF FLORIDA

COUNTY OF DADE

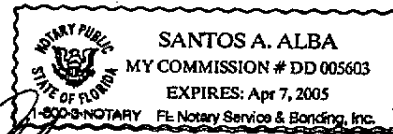
BEFORE ME , personally appeared

**Roberto Nerey**

Known to me be the person described in and who executed the foregoing  
Articles of Incorporation and acknowledged before me that they executed  
same Freely and voluntarily for the purpose herein stated.-----

WITNESS my hand and official seal at Miami, Dade County, State of Florida.

This 10 day of Sept. 2001



  
NOTARY PUBLIC

Notary Public, State of Florida  
Commission No DD 005603  
My Commission Exp 04/07/2005  
1-800-3NotaryFla Noatary Service& Bonding Co.

**FILED**  
01 SEP 14 PM 3:34  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA