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TRANSMITTAL LETTER

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

FILED
01 SEP 27 AM 8:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT:

TRADE FRESH, INC.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

100004613641---1

-09/27/01--01052--005

*****87.50 *****87.50

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM:

MARC F. OATES, P.A.

Name (Printed or typed)

10001 TAMiami TRAIL N., Ste 119

Address

NAPLES, FL 34108

City, State & Zip

(941) 593-3174

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

J. BRYAN OCT - 1 2001

**ARTICLES OF INCORPORATION
OF**

TRADE FRESH, INC.

The undersigned incorporator, for the purposes of forming a corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I – NAME

The name of this corporation is:

TRADE FRESH, INC.

ARTICLE II – PRINCIPAL OFFICE

The address of the principal office of the Corporation is **365 5th Avenue South, Ste. 302, Naples, Florida 34102** and the mailing address of the Corporation is **365 5th Avenue South, Suite 302, Naples, Florida 34102.**

ARTICLE III - PURPOSE

The general nature of the purposes for which the Corporation is organized include the following:

- A. To engage in the distribution of, trade, or brokerage of fresh fruits and vegetables.
- B. To engage in any lawful business for which corporations may be incorporated under the Florida Business Corporation Act and other incorporation laws of the State of Florida. No other purpose limits this general purpose in any way.
- C. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.
- D. This Corporation shall have a perpetual existence.

ARTICLE IV - SHARES

The Corporation is authorized to issue one class of shares, which shall be called common shares. Common shares shall have unlimited voting rights and such shareholder shall be entitled to receive the net assets of the Corporation upon dissolution. The Corporation is authorized to issue one hundred (100) common shares of stock.

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ARTICLE V – PAR VALUE

The shares of the Corporation shall have a par value of \$1.00 per share.

ARTICLE VI – INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of the Corporation is **10001 Tamiami Trail, N., Suite 119, Naples, Florida 34108**, and the name of the Registered Agent at that address is **Marc F. Oates, P.A.**

ARTILCE VII – INITIAL OFFICERS/DIRECTORS

Section 1. The officers of the Corporation shall be a President, a Vice President, a Secretary, a Treasurer, and such other officers as may be provided in the By-Laws.

Section 2. The names and address of the persons who are to serve as Officers of the Corporation are as follows:

<u>Office:</u>	<u>Name:</u>	<u>Address:</u>
President	Gary Holzhausen, IV	365 5 th Avenue South, Ste. 302, Naples, FL 34102
VP	Gary Holzhausen, IV	365 5 th Avenue South, Ste. 302, Naples, FL 34102
Secretary	Gary Holzhausen, IV	365 5 th Avenue South, Ste. 302, Naples, FL 34102
Treasurer	Gary Holzhausen, IV	365 5 th Avenue South, Ste. 302, Naples, FL 34102

Section 3. The names of the persons who are to serve as Directors of the Corporation are as follows:

<u>Director Name:</u>	<u>Address:</u>
Gary Holzhausen, IV	365 5 th Avenue South, Ste. 302, Naples, FL 34102

ARTICLE VIII – INCORPORATOR

The name and address of the Incorporator is:

Marc F. Oates, P.A.
Marc F. Oates, Esq.
10001 Tamiami Trail N., Ste. 119
Naples, FL 34108

ARTICLE IX – BY-LAWS

The Officers of this Corporation shall provide such By-Laws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

IN WITNESS WHEREOF, we, the undersigned subscribing incorporator, have hereunto set our hands and seals, this 24 day of September, 2001, for the purpose of forming this Corporation under the laws of the State of Florida.

Marc F. Oates, P.A.

By: Marc F. Oates
Marc F. Oates, Esq.

**ACCEPTANCE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated Corporation at the place designated in this statement, hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Marc F. Oates, P.A.

By: Marc F. Oates
Marc F. Oates, Esq.

Its: President/Director

Date: September 20, 2001.

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