### 000102611 FILED Nestor Rincon 760 Myrtlewood, 01 OCT 22 PM 2:30 Key Biscayne, Florida 33149 SECRETARY OF STATE TALLAHASSEE, FLORIDA City/Otate/Zip Office Use Only CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): (Document #) (Document #) (Corporation Name) (Document #) ☐ Walk in Pick up time Certified Copy Will wait ☐ Mail out ☐ Photocopy Certificate of Status **NEW FILINGS** 800004647828--7 -10/22/01--01048--016 \*\*\*\*\*87.50 \*\*\*\*\*\*87.50 Profit. Amendment Not for Profit Resignation of R.A., Officer/Director Limited Liability Change of Registered Agent Domestication Dissolution/Withdrawal Other Merger OTHER FILINGS REGISTRATION/QUALIFICATION Annual Report Foreign Fictitious Name Limited Partnership Reinstatement Trademark Other **Examiner's Initials**

CR2E031(7/97)

# FILED OI OCT 22 PM 2:30 SECRETARY OF STATE TALLAHASSEE, FLORIDA

## ARTICLES OF INCORPORATION OF

#### MIAMI GOURMET MEATS, INC.

#### ARTICLE I

#### NAME

The name of the Corporation is: Miami Gourmet Meats, Inc.

#### ARTICLE II

#### TERM OF CORPORATE EXISTENCE

The Corporation shall exist perpetually unless dissolved according to law and such existence shall commence at the time of the filing of these Articles of Incorporation by the Department of State.

#### ARTICLE III

#### PERMITTED ACTIVITY

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

#### ARTICLE IV

#### **AUTHORIZED SHARES**

The aggregate number of shares which the Corporation shall have authority to issue shall be One Thousand (1,000) shares of voting common stock with \$1.00 par value share.

#### ARTICLE V

#### PREEMPTIVE RIGHTS DENIED

No holder of any shares of the Corporation shall have any preemptive right to purchase, subscribe for or otherwise acquire any shares of the Corporation of any class now or hereafter authorized, or any securities, exchangeable for or convertible into such shares, or any warrants or any instruments evidencing rights or options to subscribe for , purchase, or otherwise acquire such shares.

#### ARTICLE VI

#### REGISTERED OFFICE AND AGENT

The office of the Corporation and place of business is 760 Myrtlewood, Key Biscayne, Florida 33149

The Registered Agent is Nestor Rincon.

#### ARTICLE VII

#### DIRECTORS

The business of the Corporation shall be managed by a Board of Directors consisting of not fewer than one person, the exact number to be determined from time to time in accordance with the By-Laws.

The names and addresses of the first Board of Directors who shall serve until the first annual meeting of shareholders or until their successors are elected and qualified shall be:

**NAMES** 

ADDRESSES

Nestor Rincon

760 Myrtlewood Key Biscayne, Florida 33149

#### ARTICLE VIII

#### INCORPORATOR

The name and address of the incorporator is: Nestor Rincon, 760 Myrtlewood, Key Biscayne, Florida 33149

#### ARTICLE IX

#### INDEMNIFICATION

Every person now or hereafter serving as director, officer or employee of the Corporation shall be indemnified and held harmless by the Corporation from and against any and all loss, cost, liability and expense that may be imposed upon or incurred by him in connection with or resulting from any claim, action, suit or proceeding, in which he may become involved, as a party or otherwise, by reason of his being or having been a director, officer or employee of the Corporation, whether or not he continues to be such at the time such loss, cost, liability or expense shall have been imposed or incurred, except with regard to matters as to which any such director, officer or employee shall be adjudged in any claim, action, suit or proceeding to be liable for his own gross negligence or willful misconduct in the performance of duty.

Expenses (including attorneys' fees) incurred in defending any claim action, suit or proceeding may be paid by the Corporation in advance of the final disposition of such a proceeding.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 17<sup>th</sup> day of October, 2001.

**Nestor Rincon** 

#### CERTIFICATE OF DESIGNATION REGISTERED AGENT / REGISTERED OFFICE

OI OCT 22 PM 2:30

SECRETARY OF STATE
ORION Pursuant to the provisions of Section 2207.0501, Florida Statutes, the undersigne corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

- 1. The name of the corporation is: Miami Gourmet Meats, Inc.
- 2. The name and address of the Registered agent is:

Nestor Rincon 760 Myrtlewood. Key Biscayne, Florida 33149

MIAMI GOURMET MEATS, INC.

Signature

Title:

Date:

Registered Agent

October 17th 200T

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agreed to act in this capacity. I further agree to comply with the performance of my duties, and I am familiar with and accept the obligations of my position as registered agent

MIAMI GOURMET MEATS, INC.

Signature:

Date:

October 17th, 2001