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FILED

David M. Alvarez  
Pan American Produce, Inc.  
2500 N.W. 79th Avenue  
Miami, FL 33122  
Tel: (305) 715-0015 Ext. 1146

02 APR -9 PM 12: 16

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

April 4, 2002

Secretary of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

RE: Pan American Produce, Inc.

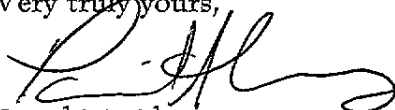
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-04/09/02--01044--008  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation of **Pan American Produce, Inc.**, along with a draft in the sum of \$78.75, made payable to the Secretary of State, to cover filing fees. Please process same and forward a certified copy to us at your earliest convenience.

If you should have any questions regarding the documents enclosed, please feel free to call me at the number listed above.

Very truly yours,



David M. Alvarez  
Director/President

DMA/bd

Enclosures

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**ARTICLES OF INCORPORATION**  
**OF**  
**Pan American Produce, Inc.**

**FILED**  
**02 APR -9 PM 12: 16**  
**SECRETARY OF STATE**  
**TALLAHASSEE FLORIDA**

**ARTICLE I**

**The name of this corporation is: Pan American Produce, Inc.**

**ARTICLE II**

**This corporation shall have a perpetual existence, unless sooner dissolved according to law.**

**ARTICLE III**

**This corporation is organized for the following general purpose: to transact any lawful business for which corporations may be organized under the Florida General Corporation Act, or engage in any other trade or business which can, in the opinion of the Board of Directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business. To do such other things as are incidental, necessary or desirable in order to accomplish the foregoing.**

**ARTICLE IV**

**This corporation is authorized to issue One Hundred (100) shares of common stock, at One Dollar (\$1.00) par value.**

**ARTICLE V**

**The street address of the business office of this corporation is:**

**2500 N.W. 79th Ave  
Miami, FL 33122**

**The name of the initial registered agent of this corporation is:**

**Barbara Darias**

**and the initial registered office address is:**

**2500 N.W. 79th Ave  
Miami, FL 33122**

  
**Barbara Darias/Registered Agent**

**ARTICLE VI**

**This corporation shall have Two (2) Director(s) initially. The number of Directors may be either increased or decreased from time to time by the Bylaws but shall**

never be less than one. The names and addresses of the initial Directors of this corporation shall be:

David M. Alvarez  
2500 N.W. 79th Ave  
Miami, FL 33122

Osvaldo Castro  
2500 N.W. 79th Ave  
Miami, FL 33122

#### **ARTICLE VII**

The name and address of the person signing the Articles of Incorporation is:

David M. Alvarez  
2500 N.W. 79th Ave  
Miami, FL 33122

#### **ARTICLE VIII**

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors.

#### **ARTICLE IX**

This corporation shall have all corporate powers enumerated in the Florida General Corporation Act.

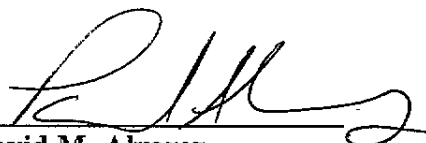
#### **ARTICLE X**

The corporation shall indemnify and hold any and all Officers and Directors harmless to the full extent permitted by law.

**ARTICLE XI**

This corporation reserves the right to amend or repeal any or all provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders as subject to this reservation.

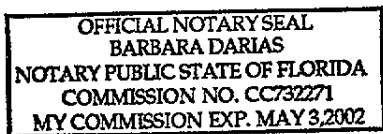
IN WITNESS WHEREOF, these Articles of Incorporation have been executed this 4th day of April, 2002.

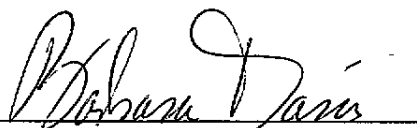
  
David M. Alvarez  
Director/President

STATE OF FLORIDA     )  
                                  ) SS:  
COUNTY OF DADE     )

BEFORE ME, the undersigned authority, personally appeared DAVID M. ALVAREZ, to me well known to be the person who executed the foregoing Certificate of Incorporation of PAN AMERICAN PRODUCE, INC., and he has acknowledged before me that he executed the same for the uses and purposes therein expressed.

SWORN TO and SUBSCRIBED before me on this 4th day of April, 2002.



  
BARBARA DARIAS  
NOTARY PUBLIC AT LARGE  
State of Florida  
My Commission Expires:

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE**

**FOR THE SERVICE OF PROCESS WITHIN FLORIDA, 02 APR -9 PM 12:16  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

**FILED  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA**

**IN COMPLIANCE WITH SECTION 607.325, FLORIDA STATUTES, THE  
FOLLOWING IS SUBMITTED:**

**FIRST THAT: Pan American Produce, Inc.**

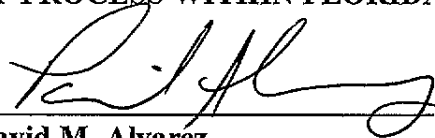
**(Name of Business Organization)**

**WITH ITS PLACE OF BUSINESS AT: 2500 N.W. 79th Ave  
Miami, FL 33122**

**HAS NAMED : Barbara Darias**

**LOCATED AT: 2500 N.W. 79th Ave  
Miami, FL 33122**

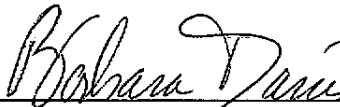
**AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.**



**David M. Alvarez  
Director/Incorporator**

**Date: 4/4/02**

**HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE  
STATED ALIEN BUSINESS ORGANIZATION, 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,  
AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA  
STATUTES.**



**Barbara Darias/Registered Agent**

**Date: 4-4-02**