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TRANSMITTAL LETTER

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

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-10/15/02--01038--004  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: Acosta Produce Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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: Victor Acosta  
Name (Printed or typed)

1825 NW 22 St  
Address

Miami, FL 33142  
City, State & Zip

(305) 324-8850  
Daytime Telephone number

FILED  
02 OCT 15 AM 8:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

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**Articles of Incorporation  
Of  
Acosta Produce Inc.**

I, the undersigned, in order to form a corporation under pursuant to the provisions of the Laws of Florida for the purpose set forth below, hereby subscribe to these articles of incorporation.

**I.**

The name of the corporation shall be **Acosta Produce Inc.**

**II.**

The purpose and general nature of the business to be conducted and transacted by the corporation shall be as follows:

- A. To do and trasact any and all business as permitted under the laws of the State of Florida and the United States of America.
- B. To Purchase for investment and resale. And to traffic in land, property, houses and buildings and other property of any nature. To create, sell and deal in freehold and leasehold ground rents. To make advances upon security of land or houses or other property. To deal in any manner with real and personal property.
- C. Nootes, bills of exchange, and other negotiable instruments, including bonds, to draw, make, accept, endorse, discount, execute, and issue promissory debentures, or other obligations of this corporation, whether secure by

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mortgage pledge, or otherwise, or unsecured, for acquired, or for other lawful objects.

- D. To guarantee, purchase, hold, sell. Assign, transfer, mortgages, pledge or otherwise dispose of the shares of capital stock, or any bonds, securities, or other evidence of indebtedness, to exercise all of the rights, powers and privileges of ownership, including the right to vote according to the rights of said instruments and agreements.
- E. To purchase, hold, sell and transfer shares of its own capital stock; subject, however, to such limitations as may be provided by the law. And provided further, that shares of its own capital stock owned by the corporation shall not be voted upon directly or indirectly nor counted as outstanding for the purpose of any stockholders quorum or vote.

Without limiting any of the purpose, powers and objects of this corporation, its is expressly declare and provided that this corporation shall have power in carrying in its own business, or for the purpose of accomplishment of any of the purposes or attainment of the objects herein above specified, to make and perform contracts of any kind and descriptions and to do any and all powers either as principal agent or broker conferred by the laws of Florida upon corporations, and which a partnership or natural person could do and exercise and which now or hereafter may be authorized by the law.

### **III.**

The number of shares of stock that this corporation is authorized to have outstanding at any time is **100** shares at **\$ 1.00** per value.

### **IV.**

The amount of capital with which this corporation shall begin business shall be **\$ 100.00.**

### **V.**

The existence of this corporation shall be perpetual.

### **VI.**

The Principal office of this corporation shall be located at:

**1825 NW 22 ST Miami, FL 33142**

### **VII.**

The board of directors of this corporation shall consist of not less than one and not more than three members.

### **VIII.**

The names and addresses of the first Board of Directors, who shall, subject to these Articles of Incorporation, by-laws, and the law of Florida, hold office for the first year of the corporation's existence, or until successors shall have been elected qualified, is as follows: **Victor Acosta**

## **IX.**

The registered agent and the registered office for this corporation is:

**Victor Acosta 1825 NW 22 ST Miami, FL 33142**

## **X.**

The names and addresses of each subscriber to these Articles of Incorporation, and the number of shares of stock each agree to take, the total aggregate amount of which shall be the sum of \$ 100.00 the amount of capital with which this corporation shall begin business, are as follows:

<u>Name</u>	<u>Address</u>	<u>Shares</u>	<u>Amount</u>
Victor Acosta	1825 NW 22 St Miami, FL 33142	100	\$ 100.00

## **XI.**

The officers of the corporation until the first meeting of the corporation Board of Directors, or until successors are elected, shall be:

**Victor Acosta: President, Treasurer, Vice-president and secretary**

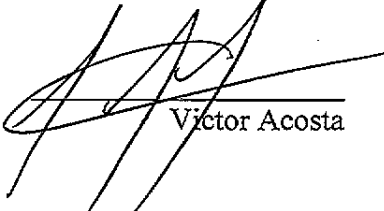
## **XII.**

This corporation shall be initially governed by the stockholders, not with standing other provisions of these Articles of Incorporation. At the discretion of the initial sole stockholder or the successor of all shares of the stockholder, or when there are two or more stockholders owning stock in the corporation, at a meeting held for that purpose, stockholders may elect to operate with a Board of Directors as provided else where in these Articles of Incorporation. At such time there shall be elected a minimum of one director who also elect such person to fill the offices of: PRESIDENT, VICE PRSIDENT, SECRETARY, TREASURER, and such other offices as are permitted by the By-laws of the corporation. The officers shall serve for one year after their election or until their successors are elected or appointed and have qualified. The manner and form of electing or appointed and have qualified. The manner and form of electing appointing officers shall be set out in the by-Laws.

## **XIII.**

### **ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT.**

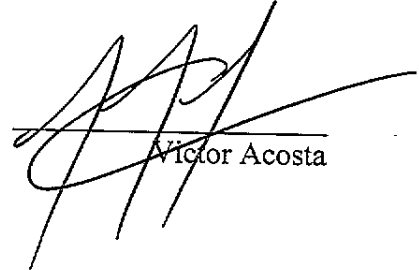
Having been made initial Registered Agents to accept service of the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.

  
Victor Acosta

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The undersigned incorporator(s) has (have) executed these articles of incorporation this.

\_\_\_\_\_ 19 \_\_\_\_ day of September \_\_\_\_\_ 2002.

  
Victor Acosta

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TALLAHASSEE, FLORIDA