

P04000024149

Carlos Cruz

(Requestor's Name)

253 Hayden Road

(Address)

Suite 147

(Address)

Tallahassee FL 32304

(City/State/Zip/Phone #)



PICK-UP



WAIT



MAIL

Sofrito Foods

(Business Entity Name)

(Document Number)

Certified Copies

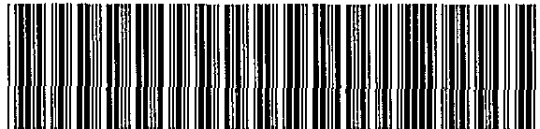
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Certificates of Status

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04 FEB -6 AM 11:28

04 FEB -6 AM 11:10

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Handwritten signature/initials

Handwritten signature/initials



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

February 6, 2004

CARLOS CRUZ
253 HAYDEN ROAD
SUITE 147
TALLAHASSEE, FL 32304

SUBJECT: SOFRITO FOODS, INC.
Ref. Number: W04000005173

We have received your document for SOFRITO FOODS, INC.. However, the document has not been filed and is being returned for the following:

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6934.

Loria Poole
Document Specialist
New Filings Section

Letter Number: 804A00008281

**ARTICLES OF INCORPORATION
OF
SOFRITO FOODS , INC.**

We, the undersigned, do hereby execute the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE ONE

The name of the Corporation shall be:

Sofrito Foods, Inc.

ARTICLE TWO

This Corporation shall exist perpetually thereafter unless sooner dissolved according to law

The general purpose for which the Corporation is organized is to provide consulting services, any and all lawful business for which the Corporation may be incorporated under Chapter 607 of the Florida Statutes.

ARTICLE THREE

This corporation may engage in any activity of business permitted under the laws of the State of Florida.

ARTICLE FOUR

Capital Stock Authorized: 5000 shares

Par Value thereof: \$0.01

Characteristics of such stock shall be: Common

ARTICLE FIVE

The initial street address in the State of Florida of the principal office of this corporation shall be:

253 Hayden Road
Suite 147
Tallahassee, Florida 32304

ARTICLE SIX

The street address of the initial registered office is:

444 Brickell Avenue
Suite 51-468
~~Tallahassee~~, Florida 33131
MIAMI

The name of the Corporation's initial registered agent is:

Ivan leon

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE SEVEN

The number of directors of this Corporation shall be not less than one (1) director.

ARTICLE EIGHT

The name and post office address of the first Board of Directors, who, subject to the provisions of the Certificate of Incorporation, the by-laws and the Corporation laws of the State of Florida, shall hold office for the first year of the Corporation's existence, or until their successors are elected and have qualified:

NAME:

ADDRESS:

Robert Morales

1908 Angel Hollow
Tallahassee, Florida 32308

Carlos M. Cruz Jr.

253 Hayden Road
Suite 147
Tallahassee, Florida 32304

ARTICLE NINE

The name and post office address of the subscribers to the Certificate of Incorporation is:

NAME:

ADDRESS:

Robert Morales

1908 Angel Hollow
Tallahassee, Florida 32308

Carlos M. Cruz Jr.

253 Hayden Road
Suite 147
Tallahassee, Florida 32304

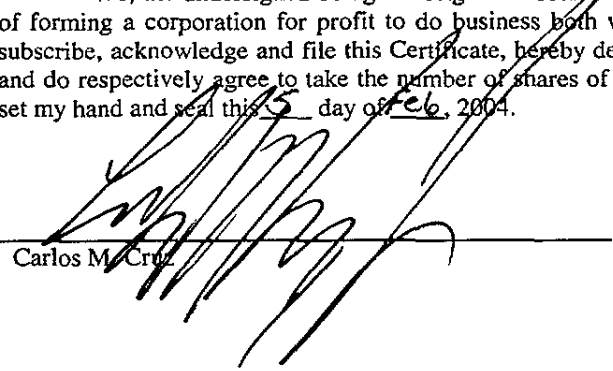
ARTICLE TEN

It is hereby expressly provided that at the option of the shareholder or shareholders of this Corporation at a duly called meeting, the shareholder or shareholders shall be given the powers and right to elect to take advantage of certain provisions of the Internal Revenue Code which allows for the election of a corporation to be organized and operated under Subchapter S. The shareholder or shareholders shall further be given the right and option to designate a plan for the issuance of 1244 Stock.

ARTICLE ELEVEN

The Corporation shall have all rights and powers consistent with the laws of the State of Florida.

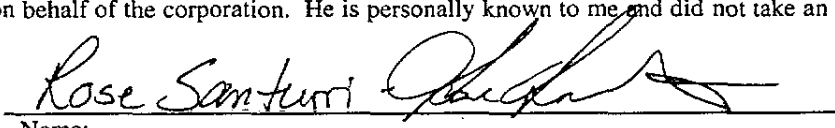
We, the undersigned being the original subscribers to the capital stock herein above-named for the purpose of forming a corporation for profit to do business both within and without the State of Florida, do hereby make, subscribe, acknowledge and file this Certificate, hereby declaring and certifying that the facts herein stated are true, and do respectively agree to take the number of shares of stock hereinabove set forth, and accordingly, do hereunto set my hand and seal this 5 day of Feb, 2004.



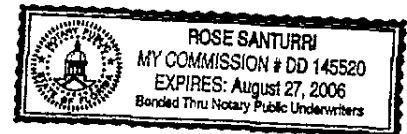
Carlos M. Cruz

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 10th day of June, by Carlos M. Cruz Jr., as Subscribers of Sofritos Foods, Inc., on behalf of the corporation. He is personally known to me and did not take an oath.



Name:
NOTARY PUBLIC, State of Florida
Commission Expiration Date:
Commission Number:



I hereby am familiar with and accept
the duties and responsibility of Registered
Agent.



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA