

DEC 22 2004 10:22 AM CORPORATION SERVICE CO
P04000170996

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H04000251106 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:
Division of Corporations
Fax Number : (850) 205-0381

From:
Account Name : CORPORATION SERVICE COMPANY *lnzc*
Account Number : I20000000195
Phone : (850) 521-1000
Fax Number : (850) 558-1575

RESUBMIT

FLORIDA PROFIT CORPORATION OR P.A.

NATURE FRESH PRODUCE SALES USA, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

04 DEC 22 AM 7:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Electronic Filing Menu

Corporate Filing

Public Access Help

11/12/23

DEC. 22. 2004 9:38AM

CORPORATION SVC CO²

PAGE 001/001

Florida NO. 6977 Exp. Date



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

December 22, 2004

CORPORATION SERVICE COMPANY

RESUBMIT

SUBJECT: NATURE FRESH PRODUCE SALES USA, INC.
REF: W04000046607

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document submitted does not meet legibility requirements for electronic filing. Please do not attempt to refax this document until the quality has been improved.

An effective date may be added to the Articles of Incorporation if a 2005 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

If you have any further questions concerning your document, please call (850) 245-6855.

Tammy Hampton
Document Specialist
New Filings Section

FAX And. #: H04000251106
Letter Number: 704A00070975

DEC. 22. 2004 9:39AM

CORPORATION SVC CO

NO. 697
H 040 00251106
SECRETARY OF STATE
TALLAHASSEE FLORIDA
DEC 22 AM 7:40

**ARTICLES OF INCORPORATION
FOR
NATURE FRESH PRODUCE SALES USA, INC.**

The undersigned, for the purpose of forming a Corporation in Compliance with Florida Statutes Chapter 607 and/or 621, hereby makes, acknowledges, and files the following Articles of Incorporation.

**ARTICLE I
NAME**

The name of the corporation is Nature Fresh Produce Sales USA, Inc. ("hereinafter referred to as the "Corporation").

**ARTICLE II
PRINCIPAL OFFICE**

The mailing address and principal place of business is 11420 Fortune Circle, Suite I 14, Wellington, Florida 33414, or in any other city in the State of Florida designated by the Board of Directors from time to time.

**ARTICLE III
PURPOSES AND POWERS**

The purpose of the Corporation is to engage in the distribution and sale of agricultural produce and to otherwise transact any lawful business for which corporations may be organized under the laws of the State of Florida. The Corporation shall have all of the powers conferred upon corporations organized under the laws of the State of Florida to carry out such purpose.

**ARTICLE IV
CAPITAL STOCK**

The Corporation is authorized to issue 50,000 common shares.

**ARTICLE V
DIRECTORS**

The Corporation shall have one director initially and the number of directors may be increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The names and addresses of the initial director is: Peter Quiring, 634 Meresa Road 7, R.R. #5, Leamington, Ontario, CANADA N8H3V8.

DEC. 22. 2004 9:39AM

CORPORATION SVC CO

NO. 697025 P. 4 06 3

ARTICLE VI
DIRECTORS

Following are the names and addresses of the officers of the Corporation:

Names/Addresses

Offices

Peter Quiring
634 Meresa Road 7 R.R. #5
Leamington, Ontario
CANADA N8H3V8

President and Secretary

ARTICLE VII
REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 200 South Biscayne Blvd., Suite 3000, Miami, Florida 33131, and the name of the registered agent of this company at that address is Meland Russin Hellinger & Budwick, P.A.

ARTICLE VIII
INCORPORATOR

The name and address of the Incorporator of the Corporation is: Peter Quiring, 634 Meresa Road 7, R.R. #5, Leamington, Ontario, CANADA N8H3V8;

ARTICLE IX
EFFECTIVE DATE

The company's duration shall commence upon the filing of these Articles of Incorporation with the Department of State and shall have perpetual existence.

IN WITNESS WHEREOF, the undersigned Incorporator has hereunto set his hand and seal this 16th day of December, 2004.

By: 

PETER QUIRING

NOA000251106 3

DEC. 22. 2004 9:39AM

CORPORATION SVC CO

NO. 693 022 5106 3

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Having been named as registered agent and to accept service of process for the above stated Corporation in the place designated in this certificate, I 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.

Meland Russin Hellinger & Burwick P.A.
3000 Avachovia Financial Center
200 South Biscayne Boulevard
Miami, Florida 33131

By 
Coraice G. Peltz

Date: 12/16/04

FILED
04 DEC 22 AM 7:40
SECRETARY OF STATE
TALLAHASSEE FLORIDA

H04000251106 3