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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

4-28-05

## CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Frutar USA, Inc.

Signature \_\_\_\_\_

Requested by: \_\_\_\_\_

Name \_\_\_\_\_

Date \_\_\_\_\_

Time \_\_\_\_\_

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- ☒ Art of Inc. File \_\_\_\_\_
- \_\_\_\_\_ LTD Partnership File \_\_\_\_\_
- \_\_\_\_\_ Foreign Corp. File \_\_\_\_\_
- \_\_\_\_\_ L.C. File \_\_\_\_\_
- \_\_\_\_\_ Fictitious Name File \_\_\_\_\_
- \_\_\_\_\_ Trade/Service Mark \_\_\_\_\_
- \_\_\_\_\_ Merger File \_\_\_\_\_
- \_\_\_\_\_ Art. of Amend. File \_\_\_\_\_
- \_\_\_\_\_ RA Resignation \_\_\_\_\_
- \_\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_
- \_\_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_
- ☒ Cert. Copy \_\_\_\_\_
- \_\_\_\_\_ Photo Copy \_\_\_\_\_
- \_\_\_\_\_ Certificate of Good Standing \_\_\_\_\_
- \_\_\_\_\_ Certificate of Status \_\_\_\_\_
- \_\_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_
- \_\_\_\_\_ Corp Record Search \_\_\_\_\_
- \_\_\_\_\_ Officer Search \_\_\_\_\_
- \_\_\_\_\_ Fictitious Search \_\_\_\_\_
- \_\_\_\_\_ Fictitious Owner Search \_\_\_\_\_
- \_\_\_\_\_ Vehicle Search \_\_\_\_\_
- \_\_\_\_\_ Driving Record \_\_\_\_\_
- \_\_\_\_\_ UCC 1 or 3 File \_\_\_\_\_
- \_\_\_\_\_ UCC 11 Search \_\_\_\_\_
- \_\_\_\_\_ UCC 11 Retrieval \_\_\_\_\_
- \_\_\_\_\_ Courier \_\_\_\_\_

## **ARTICLES OF INCORPORATION**

### **Frutar USA, INC.**

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation:

#### **ARTICLE I - NAME**

The name of this corporation is: Frutar USA, Inc.

#### **ARTICLE II - CORPORATE DURATION**

The duration of the corporation is perpetual.

#### **ARTICLE III - PURPOSES**

The corporation may engage in any and all lawful business under the laws of the State of Florida and of the United States.

#### **ARTICLE IV - CAPITAL STOCK**

The authorized capital stock of this corporation and the maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock, having a par value of \$ 1.00 per share.

#### **ARTICLE V - PRINCIPAL OFFICE**

The principal place of business of the corporation shall be:

11500 S. Orange Blossom Trail  
Suite # 7  
Orlando, FL 32837

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JULIA A. HARRIS, CLERK

## **ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The initial registered Agent of the corporation shall be:

Miriam C. Chica

## **ARTICLE VII - INITIAL BOARD OF DIRECTORS**

- A. The initial number of directors of the corporation shall be two (2).
- B. The number of Directors of the corporation may be increased or decreased from time to time pursuant to the By-Laws adopted by the shareholders, but shall never be less than the minimum number of directors required by applicable law.
- C. The name(s) and address(es) of the initial member(s) of the Board of Directors who shall hold office until a successor is duly elected and qualified is:

Name

Address

Miriam C. Chica

13800 Magolia Glen Circle  
Orlando, FL 32828

Maria Paola Castano

13800 Magnolia Glen Circle  
Orlando, FL 32828

## **ARTICLE VIII - INCORPORATOR**

The name and address of the incorporator is:

Miriam C. Chica  
13800 Magnolia Glen Circle  
Orlando, FL 32828

Executed by the undersigned in Orlando, Florida, on this 25<sup>th</sup> day of April, 2005

  
Miriam C. Chica  
Incorporator

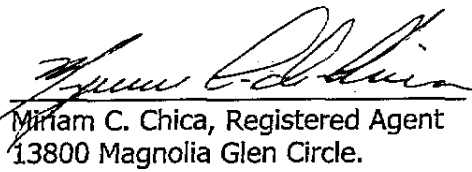
**CERTIFICATE DESIGNATING THE ADDRESS AND  
AN AGENT UPON WHOM PROCESS MAY BE SERVED**

**WITNESSETH:**

That Frutar USA Inc, desiring to organize under the laws of the State of Florida, which will have its principal office in the County of Orange, State of Florida, has appointed Miriam Chica as its agent to accept service of process within the state.

**ACKNOWLEDGMENT:**

Having been named by the first Board of Directors of Frutar USA, Inc. to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in the capacity of Registered Agent for said corporation, and agree to comply with the applicable provision of the Florida Statutes, this 25<sup>th</sup> day of April, 2005

  
Miriam C. Chica, Registered Agent  
13800 Magnolia Glen Circle.  
Orlando, FL 32828

**FILED**  
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SECRETARY OF STATE  
STATE OF FLORIDA