

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.

((H06000016319 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 : WILLIAMS, PARKER, HARRISON, DIETZ & GETZEN
Account Number : 072720000266
Phone : (941) 366-4800
Fax Number : (941) 552-5559

FILED
2006 JAN 19 P 1:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT/NON PROFIT CORPORATION

RED DIAMOND FOODS, INC.

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$78.75

Electronic Filing Menu

Corporate Filing Menu

Help

(H06000016319 3)

**ARTICLES OF INCORPORATION
OF
RED DIAMOND FOODS, INC.**

The undersigned incorporator has executed these Articles of Incorporation to establish a corporation (the "Corporation") under the Florida Business Corporation Act (Chapter 607, Florida Statutes).

1. Name. The name of the Corporation is:

Red Diamond Foods, Inc.

2. Principal Office. The address of the principal office of the Corporation is:

P.O. Box 50023
Sarasota, Florida 34232

3. Mailing Address. The mailing address of the Corporation is:

P.O. Box 50023
Sarasota, Florida 34232

4. Authorized Shares. The Corporation is authorized to issue 10,000 shares of common stock having a \$1.00 par value per share. No share shall be issued except upon payment to the Corporation of the par value of the share in cash or other consideration permitted by law as payment for shares.

5. Bylaws. The initial bylaws of the Corporation shall be adopted by the incorporator or the board of directors. The power to alter, amend or repeal any bylaw shall be vested in the shareholders, except to the extent delegated by the shareholders to the board of directors.

6. Registered Agent and Office. The name of the initial registered agent and the address of the initial registered office of the Corporation is:

Donald E. Bither
809 Bokhara Place
Sarasota, Florida 34232

(H06000016319 3)

FILED
2006 JAN 19 P 1:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(H06000016319 3)

By execution hereof, the undersigned accepts appointment as registered agent of the Corporation, and acknowledges that he is familiar with, and accepts, the obligations of that position.

7. Incorporator. The name and address of the Incorporator of the Corporation is:

Donald E. Bither
809 Bokhara Place
Sarasota, Florida 34232

8. Effective Date. The existence of the Corporation shall commence upon the filing of these articles by the Florida Department of State.



Donald E. Bither
Incorporator and Registered Agent

672933.1

(H06000016319 3)