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Sonstate Research

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Island Delite Foods Inc
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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NEW FILINGS

- ☒ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

06 OCT 1997 AH10:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Examiner's Initials

ARTICLES OF INCORPORATION
OF
ISLAND DELITE FOODS, INC.

We, the undersigned, being of legal age and are natural persons, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I
NAME AND PRINCIPAL OFFICE

The name of this corporation shall be **Island Delite Foods, Inc.**, and the principal place of business and mailing address of this corporation shall be: 12618 North Kendall Drive, Miami, Florida 33186.

ARTICLE II
DURATION

This corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE III
PURPOSE

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

ARTICLE IV
CAPITALIZATION

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares</u> <u>Authorized</u>	<u>Par Value</u> <u>Per Share</u>	<u>Class of</u> <u>Stock</u>
100	\$1.00	Common Stock

The consideration for all of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of the corporation.

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ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation shall be at 12618 North Kendall Drive, Miami, Florida 33186, with the privilege of having its offices and branch offices at other places within or without the State of Florida. The initial registered agent at that address shall be Suzette L. Barclay.

ARTICLE VI
INITIAL DIRECTORS

The number of directors may be increased or decreased, but shall be not less than one, as specified by the shareholders from time to time. At any time, the shareholder may determine that the corporation be managed by the shareholders.

The name and address of the initial directors of the corporation, who shall hold office for the first year or until their successors are duly elected and qualified, shall be:

<u>Name</u>	<u>Address</u>
Glenford Diston	10885 SW 138 th Street Miami, Florida 33176
Adolph Barclay	12733 SW 114 th Court Miami, Florida 33176

ARTICLE VII
INCORPORATOR

The name and address of the Incorporators is Glenford Diston, 10885 SW 138th Street, Miami, Florida 33176 and Adolph Barclay, 12733 SW 114th Court, Miami, Florida 33176.

ARTICLE VIII
DIRECTOR CONFLICT OF INTEREST

No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that such director or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such other corporation, or who is so

interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if such director were not such a director or officer of such other corporation, or not so interested.

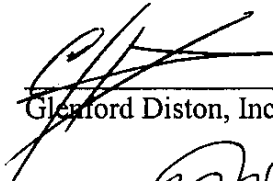
ARTICLE IX
NO SHAREHOLDER LIABILITY

The private property of the shareholder shall not be subject to payment of the corporate debts in any extent.


ARTICLE X
INDEMNIFICATION

This corporation shall indemnify its officers, directors and employees to the fullest extent permitted by law, either now or hereafter in effect.

IN WITNESS WHEREOF, we, the undersigned, being the Incorporator hereinbefore named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 29th day of September, 2006.



Glenford Diston, Incorporator



Adolph Barclay, Incorporator

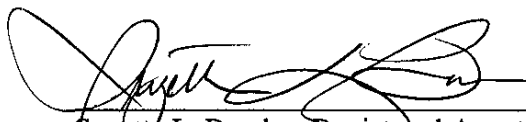
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with the laws of the State of Florida, the following is submitted:

Island Delite Foods, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 12618 North Kendall Drive, Miami, Florida 33186 in Miami-Dade County, State of Florida, has named Suzette L. Barclay, County of Miami-Dade, State of Florida, as its statutory Resident Agent to accept service of process within Florida.

ACKNOWLEDGEMENT

Having been named the statutory Resident Agent to accept service of process for the above corporation, at the place designated in this certificate, we hereby acknowledge that we are familiar with the obligations imposed upon a Registered Agent by Section 607.0505 of the Florida Statutes and I agree to accept the same and to act as Registered Agent, and to comply with the provisions of Florida law relative to keeping the registered office open.


Suzette L. Barclay, Registered Agent

DATED: This 29th day of September, 2006

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