

Florida Department of State  
Division of Corporations  
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## FLORIDA PROFIT/NON PROFIT CORPORATION

## PATAGONIA FOODS CORP.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
PATAGONIA FOODS CORP.**

**ARTICLE I. NAME**

The name of this corporation is:

**PATAGONIA FOODS CORP.**

**ARTICLE II. DURATION**

This corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida. This corporation shall be effective as of November 7, 2007.

**ARTICLE III. PURPOSE**

This corporation is organized for the purpose of food service distributor and retail and/or all business permitted under the laws of the United States of America and the State of Florida.

**ARTICLE IV. CAPITAL STOCK**

This corporation is authorized to issue FIVE HUNDRED (500) shares of COMMON STOCK, with a par value of TEN (\$10.00) dollars each. Patagonia Foods Corp. is a wholly owned subsidiary of Merlion Foods, Corp.

**ARTICLE V. AMOUNT OF CAPITAL**

The amount of capital with which this corporation will begin business is not less than FIVE THOUSAND (\$5,000.00) DOLLARS.

**ARTICLE VI. PREEMPTIVE RIGHTS.**

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of (fractional shares) at the price at which it is offered to others.

ARTICLE VII. INITIAL REGISTERED OFFICE, AGENT AND PRINCIPAL OFFICE

The street address of the initial registered office of this corporation is:  
31 Southeast 5th Street, Apt. #3817  
Miami, FL 33131

The name of the initial registered agent of this corporation is:  
Alejandro Gietz

The corporation principal office shall be:  
31 Southeast 5th Street, Apt. #3817  
Miami, FL 33131

ARTICLE VIII. INITIAL BOARD OF DIRECTORS AND OFFICERS

This corporation shall have ( 1 ) directors(s), initially. The number of Directors may be either increased or diminished from time to time by the bylaws but shall never be less than ( 1 ).

The name(s), title(s), and address(es) of the initial Board of Director(s) of this corporation is(are):

Alejandro Gietz      President, Secretary, Treasurer & Director  
31 Southeast 5th Street, Apt. #3817  
Miami, FL 33131

ARTICLE IX. INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X. INCORPORATORS

The name(s) and address(es) of the persons(s) signing these Articles of Incorporation is (are):

Alejandro Gietz  
31 Southeast 5th Street, Apt. #3817  
Miami, FL 33131

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IN WITNESS THEREOF, we (I), being all of the original subscriber(s) and incorporator(s) of this Corporation for the purpose of forming a Corporation, do make and file these Articles of Incorporation with the Secretary of the State of Florida, and accordingly set our hands and seal this 6<sup>th</sup> of November 2007.

  
Alejandro Gietz

**CERTIFICATE DESIGNATING DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN THE STATE OF FLORIDA NAMING AGENT WHO PROCESS MAY  
BE SERVED**

In pursuance of Chapter 48,091, Florida Statutes, the following is submitted, in Compliance with said act:

**First - PATAGONIA FOODS CORP.**

Qualified to do business under the laws of the State of Florida with its principal Office at :

31 Southeast 5th Street, Apt. #3817  
Miami, FL 33131

Has appointed:  
Alejandro Gietz

as its agent to accept service of process within this State.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated Corporation At place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act, relative to keeping open said office.

  
Alejandro Gietz

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