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(City/State/Zip/Phone #)

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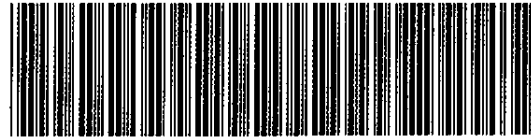
\_\_\_\_\_  
(Business Entity Name)

\_\_\_\_\_  
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

17 AUG 19 PM 1:59

APPROVED  
AND  
FILED

## COVER LETTER

Department of State  
New Filing Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: CLARA MARIA FOODS, INC  
(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☒ \$70.00 Filing Fee  
☐ \$78.75 Filing Fee  
& Certificate of Status

☐ \$78.75 Filing Fee  
& Certified Copy  
☐ \$87.50 Filing Fee,  
Certified Copy  
& Certificate of  
Status  
**ADDITIONAL COPY REQUIRED**

FROM: James P. Gagel  
Name (Printed or typed)

2030 S. Douglas Road, Suite 109  
Address

Coral Gables, Florida, 33178  
City, State & Zip

(305) 444-7775  
Daytime Telephone number

jpgagel@jpgagel.com  
E-mail address: (to be used for future annual report notification)

**NOTE: Please provide the original and one copy of the articles.**

**Articles of Incorporation**  
**of**  
**CLARA MARIA FOODS, INC**

APPROVED  
AND  
FILED

11 AUG 18 PM 2:00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

Name and Duration

The name of the Corporation is Clara Maria Foods, Inc. The duration of the Corporation is perpetual. The effective date upon which this Corporation shall come into existence shall be the date these Articles are filed by the Secretary of State.

ARTICLE II

Principal Office

The address of the principal office of the Corporation is 8785 NW 100 Street, Medley, Florida, 33178.

ARTICLE III

Corporate Purposes, Powers and Rights

In furtherance of its corporate purposes, the Corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by the Florida Business Corporation Act of the Florida Statutes.

ARTICLE IV

Capital Stock

The total number of shares of capital stock which the Corporation has the authority to issue is 1,000 shares of Common Stock ("Common Stock"), \$0.01 par value per share.

ARTICLE V

Board of Directors

1. The initial officer(s) and /or director(s) of the corporation is/are:

Title: Director/President/Secretary: Mauricio Guerra, 8785 NW 100 Street, Medley, Florida, 33178.

Title: Director: Rolando Alberto Sabillon, 8785 NW 100 Street, Medley, Florida, 33178.

Title: Director: Rolando Alberto Sabillon Jr, 8785 NW 100 Street, Medley, Florida, 33178.

Title: Director: Franco Guerra, 8785 NW 100 Street. Medley, Florida, 33178.

2. The number of members of the Board of Directors may be increased or diminished from time to time as provided by the Bylaws; provided, however, there shall never be less than one. Each director shall serve until the next annual meeting of shareholders.

3. If any vacancy occurs in the Board of Directors during a term, the remaining directors, by affirmative vote of a majority thereof, may elect a director to fill the vacancy until the next annual meeting of shareholders.

## ARTICLE VI

### Amendment

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

## ARTICLE VII

### Bylaws

The power to adopt, amend or repeal bylaws for the management of this Corporation shall be vested in the Board of Directors or the shareholders, but the Board of Directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the Board of Directors.

## ARTICLE VIII

### Indemnification

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

## ARTICLE IX

### Transfer of Shares

If, from time to time, a shareholders' agreement among all of the Shareholders of the Corporation is in effect, then transfers of the Corporation's Common Stock made not in accordance with such agreement, whether by operation of law or otherwise, are null and void ab initio.

## ARTICLE X

### Registered Agent

The name and mailing address of the Registered Agent of this Corporation is:

Name

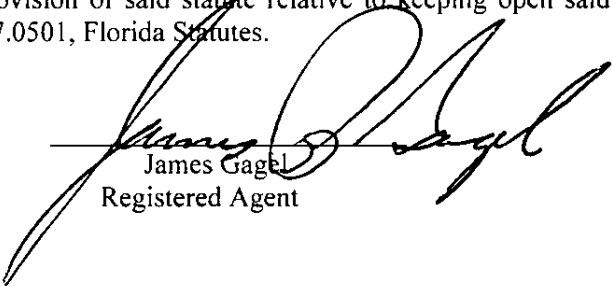
Address

James Gagel

2030 S. Douglas Rd., Suite 109  
Coral Gables, FL 33134

Acknowledgment of Registered Agent:

Having been named to accept service of process and serve as registered agent for the above-stated Corporation, at the place designated in this Certificate, the undersigned hereby accepts to act in this capacity, and agrees to comply with the provision of said statute relative to keeping open said office, and further states that he is familiar with §607.0501, Florida Statutes.

  
James Gagel  
Registered Agent

ARTICLE XI

Incorporator

The name and mailing address of the incorporator of this Corporation is as follows:

Name

Address

James Gagel

2030 S. Douglas Rd., Suite 109  
Coral Gables, FL 33134

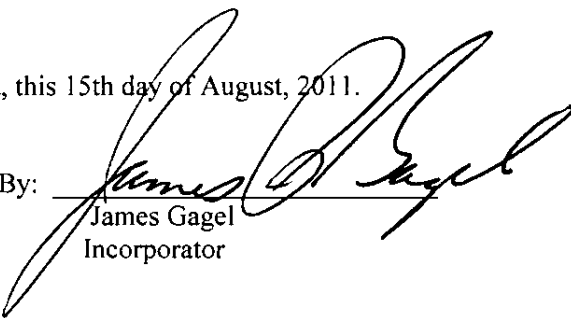
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

11 AUG 18 PM 2:00

APPROVED  
AND  
FILED

I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. Required Signature/Incorporator Date

DATED at Miami, Dade County, Florida, this 15th day of August, 2011.

By:   
James Gagel  
Incorporator