

P14000018665

Florida Department of State  
Division of Corporations  
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.

((H14000045232 3)))



H140000452323ABC

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) 617-6381

From: Account Name : FASTKIT CORP  
Account Number : I20100000009  
Phone : (305) 599-0839  
Fax Number : (305) 592-9591

\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\*

Email Address: \_\_\_\_\_

FLORIDA PROFIT/NON PROFIT CORPORATION  
FRESH PRODUCE OF AMERICA INC

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

RECEIVED  
14 FEB 27 PM 4:54  
STATE  
TALLAHASSEE, FLORIDA

2/28/14

Electronic Filing Menu

Corporate Filing Menu

Help



February 25, 2014

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

FASTKIT CORP

SUBJECT: FRESH PRODUCE OF AMERICA INC.  
REF: W14000012235

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document submitted does not meet legibility requirements for electronic filing. Please do not attempt to refax this document until the quality has been improved.

The effective date is not acceptable since it is not within five working days of the date of receipt.

If you have any further questions concerning your document, please call (850) 245-6052.

Claretha Golden  
Regulatory Specialist II  
New Filing SectionFAX Aud. #: H14000045232  
Letter Number: 314A00004161FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
14 FEB 27 AM 11:09

14 FEB 27 AM 11:09

ARTICLES OF INCORPORATION OF  
FRESH PRODUCE OF AMERICA INC

The undersigned incorporator for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of this corporation is FRESH PRODUCE OF AMERICA INC.

ARTICLE II DURATION

The name of this corporation shall have perpetual existence commencing on Feb. 27, 2014

ARTICLE III PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

15257 SW 81<sup>st</sup> Terrace  
Miami, FL 33193

ARTICLE IV SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any time is:

1000 shares of \$1.00 per value common stock.

ARTICLE V INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time in accordance with by-laws adopted by the stockholders. The names and addresses of initial board of directors are:

NAME	ADDRESS
Rogelio Morales President, Secretary	15257 SW 81 <sup>st</sup> Terrace Miami, Florida 33193
Nancy Debora Treasurer	15257 SW 81 <sup>st</sup> Terrace Miami, Florida 33193

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

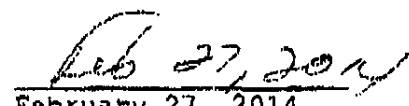
Rogelio Morales  
15257 SW 81<sup>st</sup> Terrace  
Miami, Florida 33193

ARTICLE VII INCORPORATOR

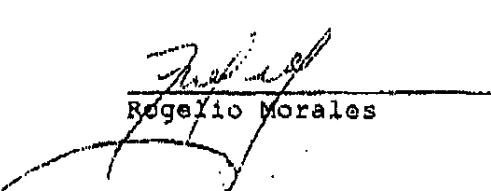
The name and address of the incorporator to these Articles of incorporation are:

Rogelio Morales  
15257 SW 81<sup>st</sup> Terrace  
Miami, Florida 33193

  
Rogelio Morales

  
February 27, 2014

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
Rogelio Morales

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
14 FEB 27 AM 11:09

#### ARTICLE VIII NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United States and of this state.

#### ARTICLE IX PRE-EMTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata hare thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE X AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all Directors and all the stockholders sign a written statement manifesting their intention that certain amendment to these Articles of incorporation be made.

#### ARTICLE XI LIMITATIONS ON CORPORATE STOCK

1. No shareholder can enter into a voting trust agreement or any other type agreement vesting another person with the authority to exercise the voting power of any or all of his stock.
2. If any officer, shareholder, agent or employee of this corporation who has been rendering professional services to the public becomes legally disqualified to render such services within the State of Florida, or is elected to a public office or accepts employment that, pursuant to existing law, places restrictions or limitations upon his continued rendering of such professional services, he shall never server all employment with, and financial interest in the corporation.
3. No shareholder of the corporation may sell or transfer his stock in this corporation except to another individual who is eligible to be a shareholder of the corporation.

#### ARTICLE XII INDEMNIFICATION

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

#### ARTICLE XVIII DISSOLUTION

The corporation may be dissolved at any time on the affirmative vote of the holders of at least two-fourths (2/4) of the outstanding shares of the corporation entitled to vote thereon. On dissolution the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro-rata, each shareholder shall participate in the distribution in direct proportion to the number of shares held by him.