

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0393 FAX

CSC networks

MAIL TO:
P.O. Box 5828
TALLAHASSEE, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE : 520317 11381A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : January 5, 1995

ORDER TIME : 9:50 AM

ORDER NO. : 520317

CUSTOMER NO: 11381A

CUSTOMER: Alys Nagler Daniels, Esq
GARY DYTRYCH & RYAN

Suite 402
701 U.S. Highway 1
North Palm Beach, FL 33408

900001370899
-01/05/95--01055--001
*****70.00 *****70.00

DOMESTIC FILING

NAME: FRESHCO, INC.

XXXXXX ARTICLES OF INCORPORATION

CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XXXXXX PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

AB 1/5/95

FILED
1995 JAN -5 PM 3:00
TALLAHASSEE, FLORIDA

FILED

1995 JAN -5 PM 3:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
FRESHCO, INC.

The undersigned, for the purpose of forming a corporation for profit under and by virtue of the laws of the State of Florida, do hereby make, subscribe and acknowledge this certificate for that purpose.

ARTICLE I

The name of the corporation shall be FRESHCO, INC.

ARTICLE II

The general nature of the business or businesses to be transacted by the corporation, as principal, or as agent, is as follows:

1. To extract, bottle, market and distribute fresh orange and grapefruit juice.
2. To engage in any activity or business permitted under the laws of the United States and of the State of Florida.
3. To do all and everything necessary and appropriate for the accomplishment of the business and objects enumerated in this Certificate or any amendment thereof, necessary or incidental to the attainment of the business or objects of the corporation, whether or not such business or objects of the corporation are similar in nature to the business or objects set forth in this Certificate or any amendment thereof. The foregoing shall be construed as objects and powers in furtherance not in limitation of the general powers conferred from time to time by laws of the State of Florida; and it is hereby expressly provided that the enumeration of specific powers shall not be held to limit or restrict in any manner the powers of the corporation, and that the corporation shall and may do all and everything necessary, suitable or proper for the accomplishment of any of the purposes or objects herein enumerated, either alone or in association with other corporations, firms or individuals to the same extent and as fully as individuals might or could do as principals, agents, contractors or otherwise.

and2655.ART

ARTICLE III

The maximum number of shares of capital stock which the corporation is authorized to have outstanding at any time is ONE THOUSAND (1,000) shares of common stock with a par value of \$.10 per share.

ARTICLE IV

The amount of capital with which the corporation shall begin business shall not be less than ONE HUNDRED Dollars (\$100.00).

ARTICLE V

The corporation shall have perpetual existence unless sooner dissolved according to law, and its existence shall commence upon filing.

ARTICLE VI

The principal office of this corporation is to be located at Ft. Pierce Farmer's Market, 3479 S. Federal Highway, Unit #15, Fort Pierce, Florida 34982.

The Board of Directors shall have the power and the authority to establish branch offices and places of business of this corporation at any point in the State of Florida, or in any state, territory, or district of the United States, or in any foreign country, as they may deem necessary for the best interests of the business.

ARTICLE VII

This corporation shall have ONE (1) Director initially. The business of this corporation shall be conducted by a Board of Directors of not less than one (1) nor more than five (5) Directors as determined by the Shareholders from time to time. The Board of Directors shall have the power and authority to prescribe the consideration to be paid to the corporation in exchange for the issuance and disposal of its capital stock. The Board of Directors shall also have the authority and the power to adopt by-laws which shall govern the operation of the business of this corporation, and to thereafter amend the same from time to time if necessary.

ARTICLE VIII

The name and post office address of the Incorporator signing these Articles of Incorporation is as follows:

Name:

Clifford F. Burg

Address:

10349 Trailwood Court
Jupiter, FL 33478

The value of consideration which the subscribers shall pay for each share of stock shall be at least \$.10 per share, and the proceeds of the stock subscribed for will be at least as much as the amount necessary to begin the business of the corporation at the time the stock certificates thereof are issued and the corporation otherwise activated.

ARTICLE IX

The name and post office address of the Director and Officers who shall hold office for the first year of the corporation's existence or until their successors have been elected and qualified are as follows:

Name:

Clifford F. Burg
Director and Pres.
James A. Burg
Vice Pres.
Clifford F. Burg, Jr.
Vice Pres.
Sharon A. Burg
Secretary and Treasurer
John Patrick Schirard
Vice Pres.
Wendy J. Grieve
Vice Pres. of Finance

Address:

10349 Trailwood Court
Jupiter, FL 33478
10349 Trailwood Court
Jupiter, FL 33478
10349 Trailwood Court
Jupiter, FL 33478
10349 Trailwood Court
Jupiter, FL 33478
312 St. Lucie Lane
Fort Pierce, FL 34946
27 Turtle Creek Drive
Tequesta, FL 33469

ARTICLE X

This corporation reserves the right to amend, alter, change or repeal any provisions contained in the Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

ARTICLE XI

All of the subscribers to these Articles of Incorporation are over the age of twenty-one years and are sui juris.

Stock certificates shall not be issued unless and until the same are paid for in full with cash, or its equivalent. Stock certificates shall not be valid unless signed and issued by the president and attested by the secretary, who shall affix thereon the corporate seal.

ARTICLE XII

The name of the initial registered agent and the address of the initial registered office of the corporation is as follows:

Clifford F. Burg

10349 Trailwood Court
Jupiter, FL 33478

ARTICLE XIII

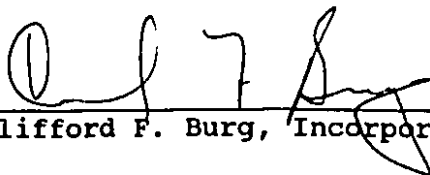
Nothing in these Articles of Incorporation shall be taken to limit the power of this corporation, and this corporation shall have all of the rights and powers that are expressly stated under the Florida Statutes and Laws (F.S. 607 and as amended in the future). The corporation shall elect to be taxed as a "small business corporation" for income tax purposes under the provisions of Section 1362, Internal Revenue Code.

IN WITNESS WHEREOF, the undersigned, being the original subscriber to the capital stock herein, has made and subscribed these Articles of Incorporation this 21 day of Dec, 1994, and the undersigned registered agent hereby states that he is familiar with and accepts the duties and responsibilities as registered agent for this corporation.

Signed, sealed and delivered
in the presence of:

Wendy T. Grieve
Print Witness Name:

LISA ZIGLIONI
Print Witness Name:


Clifford F. Burg, Incorporator

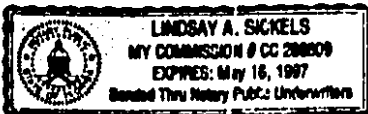
FILED

STATE OF FLORIDA
COUNTY OF Martin

1995 JAN -5 PM 3:00

BEFORE ME, the undersigned officer duly authorized to take acknowledgments, this day, personally appeared Clifford F. Burg, to me personally known or who provided _____ as identification and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes herein expressed.

WITNESS my hand and official seal in the State and County aforesaid this 21st day of December, 1994.



Lindsay A. Sickels
Notary Public
My Commission Expires: May 16, 1997
Commission No.: CC 286609

ACCEPTANCE OF REGISTERED/RESIDENT AGENT

Having been designated to accept service of process for the above stated corporation, at the place set forth hereinabove, I hereby accept such designation and agree to act in such capacity and hereby state that I am familiar with and accept the duties and responsibilities as registered agent for this corporation and agree to comply with the provisions of Section 607.0505 of the Florida Statutes.

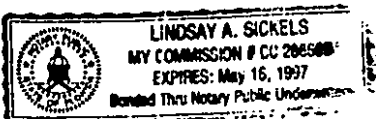
Clifford F. Burg
Clifford F. Burg, Registered Agent

Dated: 12/21/94

STATE OF FLORIDA
COUNTY OF Martin

BEFORE ME, the undersigned officer duly authorized to take acknowledgments, this day, personally appeared Clifford F. Burg, to me personally known or who provided _____ as identification and who executed the foregoing, and he acknowledged before me that he executed the same for the purposes herein expressed.

WITNESS my hand and official seal in the State and County aforesaid this 21st day of December, 1994.



Lindsay A. Sickels
Notary Public
My Commission Expires: May 16, 1997
Commission No.: CC 286609

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
1-222-1393 FAX

800-342-8086



P95000001178

ACCOUNT NO. : 072100000032

REFERENCE : 591970 11175A

AUTHORIZATION :

COST LIMIT : * PPD

ORDER DATE : May 5, 1995

ORDER TIME : 10:49 AM

ORDER NO. : 591970

CUSTOMER NO: 11175A

CUSTOMER: Ms. Cyleste A. Wollett
Wollett & Associates, Pa
Suite 103
4440 P.g.s. Boulevard
Palm Beach Gard, FL 33410

300001477343
-05/05/95--01067--019
*****35.00 *****35.00

DOMESTIC AMENDMENT FILING

NAME: FRESHCO, INC.

☒ ARTICLES OF AMENDMENT
☐ RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☒ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sebrina Randolph

EXAMINER'S INITIALS:

RECEIVED
95 MAY -5 PM 11:55
DIVISION OF CORPORATION
FILED
95 JUL 11 PM 2:10
SECRETARY OF STATE
TALLAHASSEE FLORIDA

7/11

[Handwritten signature]



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 5, 1995

CSC NETWORKS
SEBRENA
TALLAHASSEE, FL

SUBJECT: FRESHCO, INC.
Ref. Number: P95000001178

We have received your document for FRESHCO, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date of adoption of each amendment must be included in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6957.

Joy Moon-Franch
Corporate Specialist

Letter Number: 895A00022100

Please re-file.

*Questions Call Cybele
407-622-0800*

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0393 FAX

800-342-8086



95 JUL 11 11:03 AM

INCORPORATION

ACCOUNT NO. : 0721000000032

REFERENCE : 637421 11175A

AUTHORIZATION :

COST LIMIT : 9 PREPAID

ORDER DATE : July 11, 1995

ORDER TIME : 10:06 AM

ORDER NO. : 637421

CUSTOMER NO: 11175A

CUSTOMER: Ms. Cyleste A. Wollett
Wollett & Associates, Pa
Suite 103
4440 P.g.a. Boulevard
Palm Beach Gard, FL 33410

DOMESTIC AMENDMENT FILING

NAME: FRESHCO, INC.

XX ARTICLES OF AMENDMENT
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS: _____

AMENDMENT TO THE ARTICLES
OF INCORPORATION OF
FRESHCO, INC.

FILED
95 JUL 11 PM 2:10
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to the provisions of §607.1006, Florida Statutes, the undersigned, being the president and secretary respectively of FRESHCO, INC., do hereby execute on behalf of the corporation the following articles of amendment to the corporations articles of incorporation, which amendments were unanimously approved by the directors and unanimously approved by all of the shareholders of the corporation entitled to vote in the manner prescribed by §607.07004 and §607.0821, Florida Statutes on April 27, 1995:

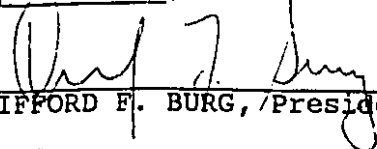
Article III

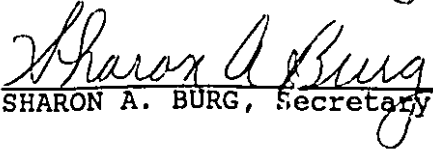
1. The maximum number of shares which this Corporation is authorized to have outstanding at any time shall be 2,000 shares in the aggregate period. Such shares shall be common stock having a par value of \$0.10 per share.

The Articles of Incorporation, except as modified hereby, shall remain in full force and effect in all other particulars.

This Amendment shall take effect immediately upon filing with the secretary of state.

In WITNESS WHEREOF the president and secretary hereunto set their hands on this 27th day of April, 1995.


CLIFFORD F. BURG, President


SHARON A. BURG, Secretary