

JAMES N. REVER

PG95000010368

SURETY Yarns Produce, Inc.

To Whom It May Concern:

Enclosed is an original and one (1) copy of the Articles of Incorporation for the above named corporation to be formed and a check for \$70.00 for the following:

\$65.00 Filing Fee  
\$5.00 Registered Agent Fee

Please return to:

James N. Rever, Attorney at Law  
115 E. 6th Avenue  
Delray Beach, FL 33483  
(407) 278-9844

Thank you for your cooperation.

Very truly yours,

James N. Rever

Enc.

T. BROWN FEB 8 1995

ARTICLES OF INCORPORATION  
OF  
YANNIS PRODUCE, INC.

THE UNDERSIGNED subscribed to these Articles of Incorporation to form a corporation for profit under the laws of the State of Florida

ARTICLE I

The name of the corporation shall be

YANNIS PRODUCE, INC.

and its initial post office address and its principal office for the conduct of business is

3730 N.E. 14th Avenue, Pompano Beach, Florida 33064

The Board of Directors may from time to time move the principal office to any other address in Florida

ARTICLE II

The general purpose of the corporation is to engage in any activities or businesses permitted under the laws of the United States and Florida, including, but not limited to, the operation of a wholesale produce, fruit and vegetable distributorship

ARTICLE III

The term for which this corporation shall exist shall be perpetual and the business of the corporation shall be conducted, carried on and managed by the officers of this corporation and a Board of Directors composed of one or more members, which number may be altered from time

to time by an amendment to the By-Laws of the corporation within the limitations prescribed by law.

The officers of this corporation shall be a President, Vice President, Secretary and Treasurer, and any other officer as the Board of Directors may deem expedient, one or more of which may be designated in the name of the same person.

#### ARTICLE IV

The corporation is authorized to issue 1000 shares of common stock, all of one class, at One Dollar (\$1.00) par value. Said capital stock shall be non-assessable and shall be payable in lawful money of the United States or in property, labor or in services as a just valuation to be fixed by the stockholders at a meeting duly held and convened.

#### ARTICLE V

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), in the ratio that the number of shares that he holds at the time of issue bears to the total number of shares outstanding. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares pre-empted within thirty (30) days of receipt of notice from the corporation.

#### ARTICLE VI

This corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by an amendment to the By Laws of the corporation, but shall never be less than one (1). The name and address of the initial director of the corporation is:

John Apostolakis  
3730 N.E. 14th Avenue  
Pompano Beach, FL 33064

#### ARTICLE VII

The name and address of the initial registered agent and office of this corporation is John Apostolakis, 3730 N.E. 14th Avenue, Pompano Beach, Florida 33064.

#### ARTICLE VIII

The name and address of the Incorporator signing these Articles of Incorporation is John Apostolakis, 3730 N.E. 14th Avenue, Pompano Beach, Florida 33064.

#### ARTICLE IX

In any election of directors by the shareholders, each shareholder of record shall have the right to cumulate his shares and to give one candidate as many votes as the number of directors to be elected multiplied by the number of shares equals, or to distribute them on the same principle among as many candidates as he sees fit. This right to vote cumulatively shall not be further restricted or qualified by any provision in the By Laws of the corporation.

#### ARTICLE X

Directors need not be resident of this state or shareholders unless Articles of Incorporation or By Laws so require.

#### ARTICLE XI

One Hundred percent (100%) of the directors shall constitute a quorum for a meeting of the directors of this corporation. If a quorum is present the affirmative vote of a majority of the directors present and voting shall be the act of the Board of Directors.

Members of the Board of Directors may participate in regular, special and annual meetings of the Board of Directors by means of conference telephone or similar communications equipment as provided by law.

#### ARTICLE XII

No contract, act or transaction of this corporation with any person or persons, firm or other corporation, in the absence of fraud or wrongdoing, shall be affected or invalidated by the fact that any director of this corporation is a party to or interested in such contract, act or transaction, or in any way connected with such person, persons, firm or corporation, and each and every person who may become a director of this corporation is hereby relieved from any liability that might otherwise exist from thus contracting with

this corporation in which he was sole upon any contract or other transaction between the corporation and any subsidiary or controlled company without regard to the fact that he is also a director of such subsidiary or controlled company. The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

#### ARTICLE XIII

These Articles of Incorporation of this corporation may be amended, changed, altered or repealed in the manner now or hereafter prescribed by the Florida Statutes and all rights conferred upon stockholders herein are granted subject to this reservation.

#### ARTICLE XIV

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

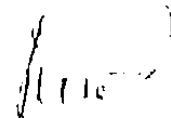
#### ARTICLE XV

The shareholders of this corporation shall be entitled to remove any director from office at any time with or without cause.

#### ARTICLE XVI

The shareholders and directors of this corporation may take action by written consent, as provided by law.

IN WITNESS WHEREOF the undersigned subscriber has executed these Articles of Incorporation this 2nd day of February, 1995.



JOHN APOSTOLAKIS  
John Apostolakis, Subscriber

STATE OF FLORIDA

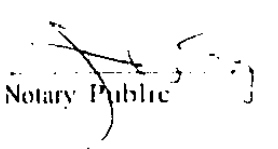
COUNTY OF BROWARD

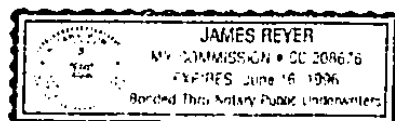
The foregoing instrument was acknowledged before me, on February 2, 1995, by John Apostolakis, who

☒ is personally known to me, or

☐ has produced identification in the form of a Florida Driver's License which was examined by me,

and who did take an oath, and acknowledged that he is the person who executed the foregoing Articles of Incorporation.

  
Notary Public



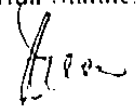
CERTIFICATE DESIGNATING AGENT UPON WHOM PROCESS  
MAY BE SERVED AND THE PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN  
THE STATE OF FLORIDA

Pursuant to Chapters 48.091 and 607.0501, Florida Statutes, the following is submitted:

YANNIS PRODUCE, INC., desiring to organize under the laws of the State of Florida with its initial registered office as indicated in the Article of Incorporation at 4730 NE 14th Avenue, City of Pompano Beach, County of Broward, State of Florida 33064, has named John Apostolakis as its registered agent to accept service of process within this state.

ACKNOWLEDGMENT AND ACCEPTANCE

Having been named as the registered agent for the above corporation for the purpose of accepting service of process at the registered office designated in this certificate, I hereby accept such appointment and acknowledge that I am familiar with and accept the obligations and responsibilities of such office as provided for in Florida Statutes 607.0505.

  
JOHN APOSTOLAKIS  
John Apostolakis, Registered Agent



P95000010368

FRED W. MATTIN  
GREGG W. McCLOSKEY  
RONALD E. D'ANNA  
STEVEN G. SCHWARTZ

GEORGE L. SIGALOS  
MICHAEL J. IOANNOU  
GARY J. DRUCKER  
GORDON A. DIETERLE  
IVAN A. ZIGLER  
A. TOM SPYREDES  
GENIE LEMOS

LAW OFFICES  
2300 GLADES ROAD  
SUITE 400, EAST TOWER  
BOCA RATON, FLORIDA 33431  
TELEPHONE 407-388-0200  
FACSIMILE 407-385-7050

TAMPA BAY OFFICE  
PRESTIGE PLACE, SUITE 155  
2800 MCCORMICK DRIVE  
CLEARWATER, FLORIDA 34610  
TELEPHONE 813-797-7852  
FACSIMILE 813-535-0705

Reply to: Boca Raton

March 25, 1996

Florida Department of State  
P.O. Box 5588  
Tallahassee, Florida 32314

Re: John Apostolakis  
Sale of Business: Yanni's Produce, Inc. (a Florida corp.)

Dear Sir/Madam:

Enclosed please find resignation of registered agent for the above-referenced corporation. Please note this for your records so that Mr. Apostolakis' resignation is effective within the applicable statutory time period.

Very truly yours,

  
George L. Sigalos

GLS:st

Enclosure

cc: John Apostolakis  
George L. Sigalos, Esquire (no/encs.)

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SECRET  
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FILED

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2nd letter.

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APR 15 1996



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

March 27, 1996

GEORGE L. SIGALOS, ESQ.  
MATTLIN & MCCLOSKEY, P.A.  
2300 GLADES ROAD, SUITE 400, EAST TOWER  
BOCA RATON, FL 33431

SUBJECT: YANNI'S PRODUCE, INC.  
Ref. Number: P95000010368

We have received your document for YANNI'S PRODUCE, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$87.50.

If you have any questions concerning this matter, please either respond in writing or call (904) 487-6905.

Thelma Lewis  
Corporate Specialist Supervisor

Letter Number: 896A00014152

**Mattlin & McClosky**

**LAW OFFICES**

2100 GLADYS ROAD  
SUITE 400, EAST TOWER  
BOCA RATON, FLORIDA 33431  
TELEPHONE 407/368-9200  
FACSIMILE 407/393-7030

**TAMPA BAY OFFICE**

PRESTIGE PLACE, SUITE 155  
2600 MCCORMICK DRIVE  
CLEARWATER, FLORIDA 34619  
TELEPHONE 813/797-7332  
FACSIMILE 813/533-6765

FRED W. MATTLIN  
GREGORY W. MCCLOSKEY  
RONALD E. D'ANNA  
STEVEN O. SCHWARTZ

GEORGE L. SIGALOS  
MICHAEL J. IOANNIDIS  
GARY J. DRUCKER  
GORDON A. DIETZEL  
IVAN A. ZIHLER  
A. TOM SPYRIDES  
GENIE LEMOS

April 9, 1996

REPLY TO: Boca Raton

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

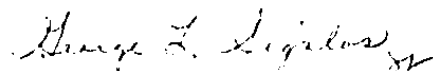
Attention: Ms. Thelma Lewis  
Corporate Specialist Supervisor

Re: John Apostolakis  
Sale of Business: Yanni's Produce, Inc.  
(a Florida corp.)  
Reference No. P95000010368

Dear Ms. Lewis:

Enclosed please find resignation of registered agent for the above-referenced corporation, and per your letter of March 27, 1996, our firm's check in the amount of \$87.50 representing the filing fee for same. Please note this for your records so that Mr. Apostolakis' resignation is effective within the applicable statutory time period.

Very truly yours,

  
George L. Sigalos

GLS:st

Enclosure


SIGNED IN MY ABSENCE  
TO AVOID DELAY

**RESIGNATION OF REGISTERED  
AGENT FOR YANNI'S PRODUCE, INC.**

The undersigned, hereby resigns as registered agent of Yanni's Produce, Inc., a Florida corporation, pursuant to Section 607.0502 of the Florida Statutes.

The undersigned further certifies that he has mailed a copy of this statement of resignation to the principal office address of the corporation at 3730 Northeast 14th Avenue, City of Pompano Beach, Florida, 33064.

Dated: March 22, 1996.

  
\_\_\_\_\_  
John Apostolakis

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FILED  
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SECRET  
TALLAHASSEE, FLORIDA

P95000010368

YANNI'S PRODUCE, INC.  
3730 N.E. 14TH AVENUE  
POMPANO BEACH, FL 33064

City/State/Zip

Phone #

900001036839  
-07/17/96--01070--001  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Office Use Only

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

1. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
2. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
3. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
4. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)

☐ Walk in

☐ Pick up time \_\_\_\_\_

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

APPROVED  
FILED

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

OK  
RACU  
P95000010368  
July 12

Examiner's Initials

Florida Department of State, Sandra B. Mortham, Secretary of State

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: YANNIS Produce, INC.
2. The mailing address of the corporation is: 6751 Coolidge Street  
Hollywood Fla. 33044
3. Date of incorporation/qualification: 1/6/95 Document number: BS000010360
4. The name and address of the current registered agent and office:

John H. FRANCIS Apostolakis John  
6751 Coolidge Street 3730 N.E. 14 Ave  
Hollywood Pompano Beach FL 33064

5. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

John H. FRANCIS  
6751 Coolidge Street  
Hollywood Fla. 33064

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

John H. FRANCIS PRES 7/8/96  
(Signature of an officer, chairman or vice chairman of the board) (Date)

John H. FRANCIS PRES  
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

John H. FRANCIS  
(Signature of Registered Agent)

7/8/96  
(Date)

If signing on behalf of an entity:

\_\_\_\_\_  
(Typed or Printed Name)

\_\_\_\_\_  
(Capacity)