

P95000021784

Jay →
Hello!

RECEIVED
MAR 17 1995
FALLS CHURCH, VA

Thanks for all your help.
As per our conversation, enclosed
please find the articles of incorporation
I had mentioned to you.

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Should you have any questions,
please call my beeper ⁽³⁰⁵⁾ 312-0875,
OR call the office and leave a
message with Bertha (305) 412-6990,
and she will find me.

I would also appreciate it if
you could fed ex back the
certified copy and certificate
directly to Mr. Carlos Lavista →

5/17/95
3/17

ARTICLES OF INCORPORATION

ARTICLE I NAME

The name of this corporation is Lavista Foods, Inc.

ARTICLE II PRINCIPAL OFFICE

This mailing address of this corporation shall be:
13325 SW 124 Street, Unit 2
Miami, FL 33186

ARTICLE III PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of no par value common stock which shall be designated as "Common Shares".

ARTICLE V PRE-EMPTIVE RIGHTS

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

ARTICLE VI INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 13325 SW 124 Street, Miami, Florida 33186, and the name of the initial registered agent of this corporation at that address is Carlos A. Lavista.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLE VII
INITIAL BOARD OF DIRECTORS**

The corporation shall initially have one (1) director to hold office until the first annual meeting of stockholders and his successor shall have been duly elected and qualified, or until his earlier resignation, removal from office or death. The number of Directors may be either increased or decreased from time to time in accordance with the By-laws of the Corporation. The name and address of the initial Director is:

Carlos A. Lavista
13325 SW 124 Street, Unit 2
Miami, FL 33186

**ARTICLE VIII
INCORPORATOR**

The name and address of the incorporator signing these articles is:

Carlos A. Lavista
13325 SW 124 Street, Unit 2
Miami, FL 33186

**ARTICLE IX
INDEMNIFICATION**

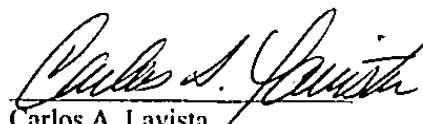
The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the fullest extent permitted by law.

**ARTICLE X
AMENDMENT**

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon shareholders in subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed the Articles of Incorporation on the date of signing.

DATED: April 14, 1995 by:

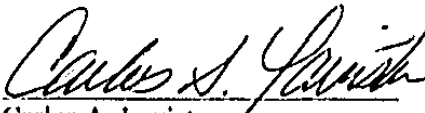

Carlos A. Lavista
Incorporator

**Certificate designating place of business or domicile for the service of process
within Florida, naming agent upon whom process may be served.**

In compliance with Section 607.0501, Florida Statutes, the following is submitted:

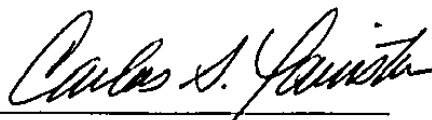
That Lavista Foods, Inc., desiring to organize or qualify under the laws of the State of Florida, has named Carlos A. Lavista of 13325 SW 124 Street, Unit 2, Miami, FL 33186, as its agent to accept service of process within Florida.

DATED: April 14, 1995 by:


Carlos A. Lavista
Incorporator

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby 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 obligations of my position as registered agent.

DATED: April 14, 1995 by:


Carlos A. Lavista
Registered Agent

FILED
95 APR 17
TALLAHASSEE
FLA
CLERK OF COURT