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DIVISION OF COMPORATION

TALLAHASSEE, FLORIDA LAZARUS CORPORATE INDUSTRIES, INC. (Requestor's Name) 890 S.W. 87 AVENUE, SUITE: 16 MIAMI, FLORIDA 33174 (305)552-5973 OFFICE USE ONLY (City, State, Zip) (Phone #) LOCAL REPRESENTATIVE TALLAHASSEE <u>(904)385-6715</u>

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Examiner's Initials

CORPORATION NAME(s) & DOCUMENT NUMBER(s) (if known): 1. FIZIPPI'S PRODUCE INC. (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Walk in Nick up time 2100 Certified Copy Mail out Will wait Photocopy Certificate of Status NEW FILINGS AMENDMENTS Profit Amendment NonProfit Resignation of R.A., Officer/Director Limited Liability Change of Registered Agent Domestication Dissolution/Withdrawal Other Merger OTHER FILINGS REGISTRATION/ QUALIFICATION Annual Report Foreign Fictitious Name Limited Partnership

Reinstatement Trademark

Other

Name Reservation

CR2E031(10/92)

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ARTICLES OF INCORPORATION OF

95 JUN 28 PH 12: 18 SECRE L TALLAHASSHE, FLORIDA

FILIPPI'S PRODUCE, INC.

THE UNDERSIGNED, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be: FILIPPI'S PRODUCE, INC.

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

- (1) / Transact any and all lawful business.
- (2) Said corporation shall further have powers: To have perpetual succession by its corporate name; FILIPPI'S PRODUCE, INC.

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is the total sum of 1,000 shares, having an individual par value of \$1.00 per share.

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE V

The street address of the initial registered office and the name of the initial Resident Agent of this corporation shall be:

WALTER RODRIGUEZ 14525 S.W. 88 St. #J-108 MIAMI, FL 33186

The Principal office shall be:

7699 BISCAYNE BOULEVARD MIAMI, FL 33138

ARTICLE VI

The initial Board of Directors shall consist of a total of four (4) person, and the name and address of the person who is to serve as an initial director is:

SANDRO FILIPPI 7	PRESIDENT	11761 S.W. 18th. St. MIAMI, FL 33175
RUBEN FILIPPI VICE-	-PRESIDENT	11761 S.W. 18th. St. MIAMI, FL 33175
WALTER RODRIGUEZ	SECRETARY	14525 S.W. 88 St. #J-108 MIAMI, FL 33186
ISIDRO A. OVIEDO	TREASURER	15620 S.W. 60 St. MIAMI, FL 33193

The name and address of the incorporator executing these Articles of Incorporation is:

WALTER RODRIGUEZ

14525 S.W. 88 St. #J-108 MIAMI, FL 33186

(ve) executed these Artic	eles of Incorporation this 27 day	
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Shuffi.	1:1.01.0-1	
STATE OF FLORIDA) COUNTY OF DADE) SS.	Jones recome Christe	

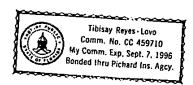
IN WITNESS WHEREOF, the undersigned incorporator has

BEFORE ME, a notary public authorized to take acknowledgements in the state and county set forth above, personally
appeared WALTER RODRIGUEZ known to me and
known by me to be the person(s) who executed the foregoing
Articles of Incorporation, and he (they) acknowledge before
me that he (they) executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this ________, day of __________, 19_95.

NOTARY PUBLICA SPATE OF FLORIDA AT LARGE

My Commission Expires:



CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

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ı	The name of the corporation is: FILIPPI'S PRODUCE, INC.
	The name and address of the registered agent and office is:
•	WALTER RODRIGUEZ (NAME)
	14525 S.W. 88 St. #J-108
	(P.O. BOX <u>NOT</u> ACCEPTABLE)
	MIANI FI. 33186 (CITY/STATE/ZIP)

HARMG 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 APPCINTMENT 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.

SIGNATURE

DATE JUNE 27, 1995

TILED

SECHÜLFINN SIAFE
SECHÜLFINN SIAFE

000050812

Walter Rodriguez 7699 Biscayne Boulevard Miami, FL 33138

April 4, 1996

Dear sirs:

Attached please find pursuant to 607,1401, Florida Statutes, this Florida corporation submits the articles of dissolution. The document number of this corporation is P95000050812. Included is a check for \$35.00 in payment of the filing fee for the articles of dissolution.

I hope the above to be in good standing order but should you require any additional information I may be contacted at the above address or at (305) 754-3633 in Miami.

Sincerely,

alter Rodriguez

Jol. Diss. 88

ARTICLES OF DISSOLUTION

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Pursuant i dissolution	o 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of n:	•
FIRST:	The name of the corporation isFILIPPI'S PRODUCE, INC.	
SECOND	The articles of incorporation were filed on JUNE 29, 1995	 .
THIRD:	(CHECK ONE)	
	None of the corporation's shares have been issued.	
	The corporation has not commenced business.	
FOURTH:	No debt of the corporation remains unpaid.	
FIFTH:	The net assets of the corporation remaining after winding up have been distributed to the s, if shares were issued.	
SIXTH:	Adoption of Dissolution (CHECK ONE)	10
хĘ	A majority of the incorporators authorized the dissolution.	1
_	A majority of the directors authorized the dissolution.	
	Signed this FOURTH day of APRIL , 19 96	ري دي
S	ignature (By an incorporator if adopted by the incorporators or by the chairman or vice chairman of the board, president, or other officer if adopted by the directures)	
	WALTER RODRIGUEZ (Typed or printed name)	
	INCORPORATOR / SECRETARY	