

P95000056601

Change Number Only

7/6/95

Computerized Business Service

Requester's Name

103 W. DIXIE Hwy.

Address

N. Miami Beach FL 33160

City

State

ZIP

Phone

944-8973A

VALIDATION ONLY

95 JUL -7

DIVISION 1

FILED  
95 JUL 24 PM 1:39  
SECRET  
FEDERAL BUREAU OF INVESTIGATION  
U.S. DEPARTMENT OF JUSTICE

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\*\*\*\*122.50 \*\*\*\*122.50

CORPORATION(S) NAME

MILK & FOOD DISTRIBUTORS, INC.

☒ Profit

☐ NonProfit

☐ Amendment

☐ Merger

☐ Foreign

☐ Dissolution

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of Registered Agent

☒ Certified Copy

☐ Photo Copies

☐ Certificate Under Seal

☐ Call When Ready

☐ Call If Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

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JUL 21 1995

EMPIRE Toll Free: 1-800-432-3028



95 JUL 21 11:39 AM '95

FLORIDA DEPARTMENT OF STATE

July 10, 1995

Sandra B. Mortham  
Secretary of State

EMPIRE

TALLAHASSEE, FL 32301

SUBJECT: MILK & FOOD DISTRIBUTORS, INC.  
Ref. Number: W95000013818

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1995 JUL 21 PM 1:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We have received your document for MILK & FOOD DISTRIBUTORS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your 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) 487-6904.

Freida Chesser  
Corporate Specialist

Letter Number: 695A00033091

CERTIFICATE OF INCORPORATION  
OF  
MILK & FOOD DISTRIBUTORS, INC.

We, the undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, in order to form a corporation for the purposes hereinafter stated, under the pursuant to the provisions of Florida Statute, Chapter 607, known as the "Florida General Corporation Act," do hereby subscribe to this Certificate of Incorporation:

ARTICLE I

The Name of the corporation is:

MILK & FOOD DISTRIBUTORS, INC.

ARTICLE II

The general nature of the business or businesses of the corporation and the objects and purposes to be transacted, promoted or carried on by it, are as follows:

(a) Import and export of various merchandise such as; electronics, liquor, cigarettes, commodities like sugar, rice, corn, beans, flour, meats, smoked products, clothing apparel, raw materials, textiles, cement, industrial goods, oil, and curia.

(b) To purchase real estate, make and purchase material for the construction of buildings; to erect buildings; to own, manage, operate, carry on the business of builders and contractors for the purpose of building, erecting, altering, repairing or doing any other work in connection with any and all classes of building and improvements of any kind and nature whatsoever, including the locating, laying out and construction of roads, avenues, docks, slips, sewers, bridges, wells, walls, canals, railroad of street railways, power plants and generally all classes of buildings, erections and works, both public and private, or integral parts thereof; all under the supervision and direction of property licensed persons in accordance with the laws of the State of Florida and any applicable local statutes, ordinances or regulations.

(c) To take, lease, purchase or otherwise acquire; and to own, use, hold, sell, convey, exchange, lease, mortgage, work, improve, develop, cultivate and otherwise handle, deal in and dispose of real estate, real property and any interest or right therein; to take, purchase, or otherwise acquire, and to hold, sell, convey, exchange, hire, lease, pledge mortgage, and otherwise deal in and dispose of all kinds of personal property, chattels, chattels real, choses in action, notes, bonds, mortgages and securities.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

(d) To guarantee or endorse promissory notes, bonds, or other evidences of indebtedness of any person, firm or corporation, and to pledge and encumber any and all corporate assets as security for the payment thereof, and to generally act as guarantor, endorser, or co-maker without, however, engaging in business as a surety company within the meaning of Florida Statute Chapter 607, known as the "Florida General Corporation Act."

The foregoing clauses shall be construed both as objects and powers; and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this corporation.

**ARTICLE III**

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

100

**ARTICLE IV**

The capital of the corporation shall be at least equal to the aggregate amount of consideration received by the corporation for the issuance of the shares described in Article III hereof, plus such amounts as, from time to time, by resolution of the stockholders, may be transferred thereto.

**ARTICLE V**

This corporation is to exist perpetually.

**ARTICLE VI**

The initial principal address of this corporation in the State of Florida is:

16345 West Dixie Hwy, Suite 354, North Miami Beach, FL 33160

The Registered Agent of the Corporation at the registered address is :

Brenda Rivera, 16345 West DIXIE Hwy, Suite 354 North Miami Beach FL 33160

The stockholders may from time to time move the principal office to any other address in Florida.

**ARTICLE VII**

Pursuant to the provisions of Chapter 607.111(1), Florida Statutes, this corporation shall have no directors. The business of the corporation shall be managed by its

stockholders.

#### ARTICLE VIII

The names and post office addresses of the first President, Vice Presidents, if any, Secretary, Treasurer, who, subject to the provisions of this Certificate of Incorporation, the By-Laws, and Florida Statute Chapter 607, known as the "Florida General Corporation Act", shall hold office for the first year of the corporation's existence, or until the successors are elected and have qualified, are as follows:

<u>NAME</u>	<u>POSITION</u>	<u>ADDRESS</u>
Brenda Rivera	President	1558 Northeast 173rd Street, North Miami Beach, FL 33162
William Rivera	Vice President	1558 Northeast 173rd Street, North Miami Beach, FL 33162

#### ARTICLE IX

The names and post office addresses of each subscriber to this Certificate of Incorporation and the number of shares which he agrees to take, and the value of the consideration therefor, to be received by the corporation, are as follows:

<u>SUBSCRIBER</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>VALUE PAID</u>
Brenda Rivera	1558 Northeast 173rd Street, North Miami Beach, FL 33162	50	\$1.00 par value
William Rivera	1558 Northeast 173rd Street, North Miami Beach, FL 33162	50	\$1.00 par value

#### ARTICLE X

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved at a stockholders' meeting by a majority of the

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT / REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, 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.

First that MILK & FOOD DISTRIBUTORS, INC.  
(Name of Corporation)

desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation has named Brenda Rivera located at 16345 West Dixie Highway, North Miami Beach, County of Dade State of Florida, as its agent to accept service of process within this state.

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.

SIGNATURE: Brenda Rivera

(Registered Agent)

DATED: 07-05-95

stockholders entitled to vote thereon.

### ARTICLE XI

The effective date of the existence of this corporation shall be as of the date these Articles are executed by the subscriber(s) hereto, appearing below.)

Brenda Rivera  
BRENDA RIVERA

William Rivera  
WILLIAM RIVERA

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA )  
COUNTY OF DADE )

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State and County above named to take acknowledgements, personally appeared BRENDA RIVERA, William Rivera and \_\_\_\_\_ to me well known to be the persons described in and who executed the foregoing Certificate of Incorporation, and acknowledged before me that they subscribed to said Certificate of Incorporation.

WITNESS my hand and official seal in the County and State above named this 5 day of July, 1995.

Phyllis Goldblum  
Notary Public, State of Florida at Large

My Commission Expires: April 17, 1998

