

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-0171
904-222-0191

800-342-8086



P1600019138

COUNT NO: 07-2100000032

REFERENCE #: 863511 81409A

AUTHORIZATION #

COST LIMIT: \$ PREPAID

ORDER DATE: February 28, 1996

ORDER TIME: 12:42 PM

ORDER NO.: 863511

CUSTOMER NO: 81409A

CUSTOMER: Christopher C. Cathcart, Esq
CHRISTOPHER C. CATHCART, ESQ.

100001727181
-02/28/96-01039-020
*****122.50 *****122.50

330 N. Broadway Avenue
Orlando, FL 32803

DOMESTIC FILING

NAME: YELLOWMARK PRODUCE NETWORK,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

[Handwritten signature/initials]

FILED
96 FEB 29 PM 12:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
RECEIVED
96 FEB 28 PM 1:17
DIVISION OF CLERK OF COURT

[Faint handwritten notes and stamps at bottom right]



RECEIVED

06 MAR -1 AM 8:23

FLORIDA DEPARTMENT OF STATE
Sandra B. Morthun
Secretary of State

February 29, 1996

Please keep

Resubmit

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: YELLOWMARK PRODUCE NETWORK, INC.
Ref. Number: W96000004551

We have received your document for YELLOWMARK PRODUCE NETWORK, 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):

The principal office list in Article I and the principal office address listed in Article V must be the same.

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) 487-6932.

Teresa Brown
Corporate Specialist

Letter Number: 796A00008933

**ARTICLES OF INCORPORATION
OF
YELLOWMARK PRODUCE NETWORK, INC.**

FILED
96 FEB 29 PM 12:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporators to these Articles of incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME AND PRINCIPAL OFFICE.

The name of this corporation is Yellowmark Produce Network, Inc. and its principal office is located at 330 N. Broadway Avenue, Orlando, FL 32803.

ARTICLE II. NATURE OF BUSINESS.

The general nature of the business to be transacted by this corporation is:

To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services, of every class, kind and description;

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses, in the State of Florida and in all other states and countries;

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and

execute such mortgages, transfers or corporate property, or other instruments to secure the payment of corporate indebtedness as required;

To purchase the corporate assets of any other corporation and engage in the same or other character of business;

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock to exercise all the rights, powers, and privileges of ownership, including the right to vote such stock; and

To transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a nominal or par value of One Dollar (\$1.00) per share. The shareholders of common stock shall have pre-emptive rights to acquire unissued or treasury shares of the corporation.

ARTICLE IV. TERM OF EXISTENCE.

This corporation is to exist perpetually.

ARTICLE V. ADDRESS OF INITIAL PRINCIPAL OFFICE AND NAME OF REGISTERED AGENT.

The street address of the principal office of this corpor-

ation in the State of Florida is 330 North Broadway Avenue,
Orlando, Florida 32803. . The Board of
Directors may from time to time move the registered office to any
other address in Florida. The initial registered agent of this
corporation is Christopher C. Cathcart, whose business address is
330 N. Broadway Avenue, Orlando, Florida 32803.

ARTICLE VI. DIRECTORS.

This corporation shall have one director, initially. The
number of directors may be increased or diminished from time to
time, by By-Laws adopted by the stockholders.

ARTICLE VII. INITIAL DIRECTORS.

The names and addresses of the members of the first Board of
Directors are:

<u>NAME</u>	<u>ADDRESS</u>
Jan van der Velde	2663 E. Sunrise Blvd. Apt. 149 Ft. Lauderdale, FL 33304

ARTICLE VIII. INCORPORATOR.

The name and address of each incorporator to these Articles of
Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
Christopher C. Cathcart	330 N. Broadway Avenue Orlando, FL 32803

ARTICLE IX. AMENDMENT.

These Articles of Incorporation may be amended in the manner
provided by law. Every amendment shall be approved by the Board of
Directors, proposed by them to the stockholders, and approved at a
stockholders' meeting by a majority of the stock entitled to vote

thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

DATED the 27 day of February, 1996.

IN WITNESS WHEREOF, the undersigned being the incorporator of this corporation has executed these Articles of Incorporation.

Signature of Incorporator

Chris Cathcart

CHRISTOPHER C. CATHCART

STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared CHRISTOPHER C. CATHCART, to me known to be the person described in and who executed the foregoing ARTICLES OF INCORPORATION, and acknowledged before me that he executed the same for the uses and purposes therein expressed. That he is personally known to me or produced _____ as identification.

WITNESS my hand and official seal in the State and County named above this 27 day of February, 1996.

Melissa A. Vander Weide
Notary Public
Print Name: _____
Commission No.: CC 275233
My Commission Expires: _____



OFFICIAL SEAL
Melissa A. Vander Weide
My Commission Expires
April 7, 1997
Comm. No. CC 275233

ACCEPTANCE BY REGISTERED AGENT

CHRISTOPHER C. CATHCART, having been named as the Registered Agent in the foregoing Articles of Incorporation of YELLOWMARK PRODUCE NETWORK, INC. to accept service of process for the corporation at 330 N. Broadway Avenue, Orlando, FL 32803 hereby agrees to act as the Registered Agent and comply with the laws of the State of Florida relative to such position.



Registered Agent

FILED
96 FEB 29 PM 12:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA