

P96000026853

3-26-96 Nassau

Sherman & Vickers, P.A.
Requestor's Name

1550 Madrugada Rd #406
Address

Grand Cayman, P.M. 3246
City State ZIP Phone

667-4415

VALIDATION ONLY

01000001015
122.50 122.50

CORPORATION(S) NAME

Progressive Food Corporation



Empire Toll Free: 1-800-432-3028

FILED
MAR 27 11:01
STATE

RECEIVED
MAR 27 11:02
CORPORATION

- 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

CERTIFIED COPY

SPAS
3/27/96

ARTICLES OF INCORPORATION
OF
PROGRESSIVE FOOD CORPORATION

FILED
96 MAR 27 AM 11:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is PROGRESSIVE FOOD CORPORATION.

ARTICLE II - DURATION

This corporation is to exist perpetually.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - PRINCIPAL OFFICE, REGISTERED OFFICE AND AGENT

The principal office of this corporation is at 10120 SW 83rd Avenue, Miami, Florida 33156. The street address of the registered office of this corporation is 10120 SW 83rd Avenue, Miami, Florida 33156, and the name of the registered agent of this corporation at that address is Robert J Weiss.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time, in accordance with the by-laws of the corporation, but shall never be less than one (1). The name and address of the initial directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Robert J Weiss	10120 SW 83rd Avenue Miami, Florida 33156
Manuel Santana	225 SW 15 Avenue Miami, Florida 33165

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Robert J Weiss
10120 SW 83rd Avenue
Miami, Florida 33156

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors.

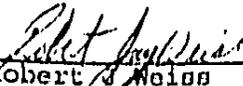
ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI - AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereof, and any right conferred upon the shareholders is subject to this reservation.

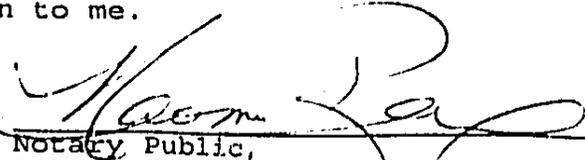
IN WITNESS THEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 25th day of March, 1996.


Robert J. Weiss

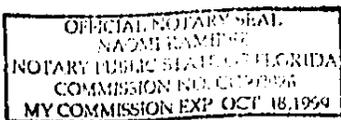
STATE OF FLORIDA

COUNTY OF DADE

THE FOREGOING ARTICLES OF INCORPORATION were sworn to and acknowledged before me on this 25th day of March, 1996, by Robert J Weiss, personally known to me.


Notary Public,
State of Florida

My commission expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR SERVICE OF PROCESS
WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following
is submitted in compliance with said Act:

THAT, PROGRESSIVE FOOD CORPORATION desiring to organize
under the laws of the State of Florida, with its principal
offices as indicated in the Articles of Incorporation has named
Robert J Weiss at 10120 SW 83rd Avenue, Miami, Florida 33156, as
its Agent to accept service of process within the State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the
above-named corporation, at the place designated in this
Certificate, I hereby accept to act in that capacity, and agree
to comply with the provisions of said Act relative to keeping
open said office.

By: Robert J Weiss
Robert J Weiss

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TALLAHASSEE, FLORIDA