

P96000043219

April 15, 1996

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

600001807116
-05/03/96--01076--008
***122.50 ***122.50

Re: Adler's Fresh Cut Herbs

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,



ADAM J. ADLER

Adler's Fresh Cut Herbs, Inc.
P. O. Box 2248
West Palm Beach, FL 33402
(407) 835-4963

FILED
96 MAY 21 PM 1:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

789,505,609,610,634,706,671
w96-9829

REGISTER MAY 8 1996



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 8, 1996

ADAM J ADLER
PO BOX 2248
WEST PALM BEACH, FL 33402

SUBJECT: ADLERS FRESH CUT HERBS
Ref. Number: W96000009829

We have received your document for **ADLERS FRESH CUT HERBS** 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 corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

The designation of the registered agent must be at a Florida street address.

A post office box is not an acceptable address for the registered agent.

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.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

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) 487-6919.

Beth Register
Corporate Specialist Supervisor

Letter Number: 896A00022512

P. O. Box 2248
West Palm Beach, FL 33402
May 16, 1996

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Attn: Both Register.
Corporate Specialist Supervisor

Subject: ADLER'S FRESH CUT HERBS, INC.
REG NUMBER: W96000009829

The enclosed documents are being resubmitted as corrections
had to be made. The corrections are complete.

We apologize for the errors in the original submission. If you
have any questions, please call me at (407) 835-4963.

Sincerely,

Adam J. Adler
Adam J. Adler

Enclosures

Letter Number 896A00022512
Articles of Incorporation (Original and 1 copy)

ARTICLES OF INCORPORATION

of

Adler's Fresh Cut Herbs, Inc.
(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Adler's Fresh Cut Herbs, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue Five hundred shares (500) of One Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	<u>Adam J. Adler</u>		
ADDRESS	<u>1029 Ardmore Road</u>		
CITY	<u>West Palm Beach</u>	FLORIDA	ZIP <u>33401</u>

The principal office, if known, or the mailing address of the corporation is:

NAME	<u>Adam J. Adler</u>		
ADDRESS	<u>P. O. Box 2248</u>		
CITY	<u>West Palm Beach</u>	FLORIDA	ZIP <u>33402</u>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have One (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>Adam J. Adler</u>		
ADDRESS	<u>P. O. Box 2248</u>		
CITY	<u>West Palm Beach</u>	STATE <u>FL</u>	ZIP <u>33402</u>
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	Adam J. Adler		
ADDRESS	P O Box 2248		
CITY	West Palm Beach	STATE	FL ZIP 33402
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 24th day of August, 1996.

Teresa S. Green

TERESA S. GREEN
Notary Public, State of Florida
My Comm. Expires May 31, 1998
No. CC 376740
Bonded thru Official Notary Service

[Signature]

(Seal)

(Seal)

(Seal)

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

**CERTIFICATE OF REGISTERED AGENT
OF**

FILED
96 MAY 21 PM 1:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Adler's Frosh Cut Herbs, Inc.
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

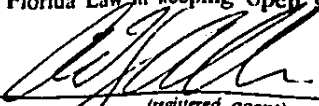
at 1029 Ardmore Rd.
West Palm Beach, Florida

has named Adam J. Adler

located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.


Adam J. Adler (registered agent)