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8/14/96 12:52
TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
400 EAST GAINES STREET
TALLAHASSEE, FL 32300
FAX: (904) 922-4000
FROM: EMPIRE CORPORATE KIT
PUBLIC ACCESS SYSTEM
1492 W FLAGLER ST
SUITE 200
MIAMI FL 33135-33401-0000
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(((H96000011317)))
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: SOUTH DADE PRODUCE, INC.
FAX AUDIT NUMBER: H96000011317
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TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

August 14, 1996

EMPIRE CORPORATE KIT COMPANY
1492 W. FLAGLER STREET
SUITE 200
MIAMI, FL 33135

SUBJECT: SOUTH DADE PRODUCE, INC.
REF: W96000017055

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

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Dana Calloway
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ARTICLES OF INCORPORATION
OF
SOUTH DASH PRODUCE, INC.

P.03/03
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned incorporator of this corporation under Florida Statute 607, as amended, do hereby associate myself to form a corporation and adopt the following Articles of Incorporation.

ARTICLE I

NAME OF CORPORATION

The name of this corporation is:

SOUTH DASH PRODUCE, INC.

The principal office is located at 19995 SW 328 Street, Homestead, Florida, 33030.

ARTICLE II

PURPOSE AND NATURE OF BUSINESS

The purpose of this corporation and general nature of the business to be conducted are as follows:

To engage in any business activity or endeavor which is lawful under the laws of the State of Florida, and the United States of America.

ARTICLE III

DURATION OF CORPORATION

This corporation is to have perpetual existence commencing on the date of execution and acknowledgment of these Articles of Incorporation.

This Instrument Prepared By:
John P. Maas, Esq.
LAW OFFICES OF HELLMAN & MAAS
44 N.E. 16th St.
Homestead, FL 33030
FLORIDA BAR NO: 435910

(305) 247-7132

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ARTICLE IV
CAPITAL STOCK

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is one hundred (100) shares of Common Stock, each share having no par value.

ARTICLE V
INITIAL CAPITAL CONTRIBUTION

The amount of capital with which this corporation shall begin business shall not be less than Five Hundred (\$500.00) Dollars.

ARTICLE VI
SUBSCRIBERS

The name and address of the subscriber of these Articles of Incorporation and the number of shares he has elected to take is as follows:

<u>SUBSCRIBER</u>	<u>ADDRESS</u>	<u>NUMBER OF SHARES</u>
MICHAEL J. SANFILIPPO	19995 SW 328 Street Homestead, Florida 33030	100

ARTICLE VII
DIRECTORS

The initial number of Directors of this corporation shall be one (1). The number of Directors may either be increased or decreased from time to time by a vote of the stockholders in conformity with the By-Laws of the Corporation but shall never be less than one (1).

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ARTICLE VIII

INITIAL BOARD OF DIRECTORS

The name and address of the member of the initial Board of Directors who, subject to the provisions of the Certificate of Incorporation, the By-Laws and the corporation Laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until his successors are elected and qualified, are:

NAME

ADDRESS

MICHAEL J. SANFILIPPO

19995 SW 328 Street
Homestead, Florida 33030

ARTICLE IX

VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purpose shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE X

PRE-EMPTIVE 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 or she already holds, shall have the right to purchase his or her 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.

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ARTICLE XI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 44 NE 16 Street, Homestead, Florida, 33030, and the name of the initial Registered Agent of this corporation at that address is John P. Maas, Esquire.

ARTICLE XII

INDEMNIFICATION

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

DATED this 14 day of August, 1996.

Michael J. Santilippo
MICHAEL J. SANTILIPPO

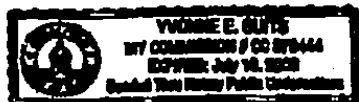
STATE OF FLORIDA)
)
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared MICHAEL J. SANTILIPPO, to me well known to be the person described in and who acknowledged before me, according to law, that he made and subscribed the same for the purpose therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Dade County, State of Florida, this 14 day of August, 1996.

My Commission Expires:

Wonne E. Smith
NOTARY PUBLIC - STATE OF FLORIDA
Print Name: Wonne E. Smith
Commission No: 00570477



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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
PURPOSE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHO' PROCESS
MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST, THAT SOUTH DADE PRODUCE, INC. IS DESIRING TO ORGANIZE
OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS
PRINCIPAL PLACE OF BUSINESS AT HOMESTEAD, STATE OF FLORIDA, HAS
NAMED JOHN P. MAAS, AT 44 NE 16 Street, Homestead, Florida, STATE
OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN
FLORIDA.

Signature:

Michael J. Sanfilippo
MICHAEL J. SANFILIPPO

Title:

President

Date:

8/14/96

Having been named to accept services of process for the above
stated corporation, at the place designated in this certificate, I
hereby agree to act in this capacity, and I further agree to comply
with the provisions of all statutes relative to the proper and
complete performance of my duties.

Signature:

John P. Maas
JOHN P. MAAS

Date:

8-14-96

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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