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Please remit invoice number with payment TERMS: NET 10 DAYS FROM INVOICE DATE I 1/2% per monili on Pasi Due Amounts Past 30 Days, 18% per Annum.

THANK YOU from Your Capital Connection

#### ARTICLES OF INCORPORATION

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# CALIDO CHILE TRADERS, INC.

The undersigned, for the purpose of forming a corporation under the FLORIDA GENERAL CORPORATION ACT, does hereby adopt the following Articles of Incorporation:

## ARTICLE I

The name of this corporation shall be CALIDO CHILE TRADERS, INC.

## ARTICLE II

The corporation shall have perpetual existence, unless sooner dissolved according to law.

## ARTICLE III

The general nature of the business or businesses to be transacted by this corporation shall be: to market and distribute gourmet food items and services.

To conduct its business, carry on its operations, and have offices and exercise the powers granted to corporations under the Florida Statutes both within and without this State.

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

To make and alter bylaws, not inconsistent with these Articles of Incorporation or with the Florida Statutes, for the administration and regulation of the affairs of the corporation.

To make donations for the public welfare or for charitable, scientific or educational purposes.

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans and other incentive plans for any or all of the directors, officers and employees of the corporation, and for any or all of the directors, officers and employees of any subsidiary of the corporation.

To be a promoter, incorporator, general partner, limited partner, member, associate, or manager of any corporation, partnership, limited partnership, joint venture, trust or other enterprise.

To transact any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

#### ARTICLE\_IV

The aggregate number of shares which the corporation is authorized to issue is 1000.

# ARTICLE V

The street address of the principal office of the corporation is 6453 S. Orange Avenue, Orlando, Florida 32809.

The name and address of the initial registered agent is Henry L. Perla, 34 E. Pine Street, Orlando, Florida, 32801.

## ARTICLE VI

The name and address of each incorporator of this corporation is as follows:

NAME

#### **ADDRESS**

Honry L. Perla

34 East Pino Street Orlando, Florida 32809

HENRY L. PERLA, INCORPORATOR

STATE OF FLORIDA COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to take acknowledgements and oaths, personally appeared HENRY L. PERLA, who is personally known by me and who executed the foregoing instrument, and he acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

TINA M. TERRY
Notary Public, State of Florida
My comm. expires Oct. 25, 1996
No. CC 235334

Notary Public State of Florida

My Commission Expires:

# CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS 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:

organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at City of Orlando, County of Orange, State of Florida, has mamed Henry L. Perla, 34 E. Pine Street, Orlando, Florida 32801, as its agent to accept service of process within this state.

## **ACKNOWLEDGEMENT**

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

Henry L. Perla, Registered Agent