

*P96000089644*

PREVATT ENGLAND AMBLER SNYDER & TAYLOR

ATTORNEYS AT LAW  
A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

ONE TAMPA CITY CENTER  
SUITE 2505  
201 NORTH FRANKLIN STREET  
TAMPA, FLORIDA 33602

TELEPHONE (813) 273-0000  
FACSIMILE (813) 273-0414

POST OFFICE BOX 2020  
TAMPA, FLORIDA 33601-2020

October 24, 1996

Florida Secretary of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32314

500001989675--7  
-10/30/96--01005--001  
\*\*\*\*122.50 \*\*\*\*122.50

EFFECTIVE DATE  
*10-1-96*

Re: FLORIDA PACIFIC PRODUCE, INC.

Gentlemen:

Enclosed herewith are the Articles of Incorporation for the subject corporation together with a check in the amount of \$122.50 to cover the following:

Filing Fees	\$35.00
Certified Copy	52.50
Registered Agent Fee	<u>35.00</u>

\$122.50

We would appreciate your filing the Articles, certifying them as the Articles of Incorporation, and returning them to us.

Sincerely,

*Karen J. Prevatt*

Karen J. Prevatt

Enclosures

cc: Francisco Gutierrez (with enclosures)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 OCT 29 PM 12:32

D. BROWN OCT 31 1996

ARTICLES OF INCORPORATION  
OF  
FLORIDA PACIFIC PRODUCE, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 OCT 29 PM 12:32

ARTICLE I

NAME

The name of this Corporation is FLORIDA PACIFIC PRODUCE, INC.  
The address of the Corporation is 413 13th Street N.E., Ruskin,  
Florida 33570.

ARTICLE II

DURATION

This Corporation shall have perpetual existence.

ARTICLE III

NATURE OF BUSINESS

This Corporation is being formed for the following purposes:

To conduct any and all business activities permitted by the  
laws of the State of Florida.

To generally have and exercise all powers, rights and  
privileges necessary, suitable, convenient or proper for the  
accomplishment of any of the purposes or the attainment of any or  
all of the objects hereinbefore enumerated or incidental to the  
purposes and powers herein named or for the enhancement of the  
value of the property of the corporation or which at any time  
appear conducive thereto or expedient.

ARTICLE IV

TERM OF EXISTENCE

This Corporation shall have perpetual existence unless sooner  
dissolved in accordance with the laws of the State of Florida. The  
date on which corporate existence shall begin is December 1, 1996.

ARTICLE V

CAPITAL STOCK

This Corporation is authorized to issue 10,000 shares of common voting stock with a par value of \$1.00 per share.

ARTICLE VI

INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of this Corporation is FRANCISCO GUTIERREZ and the street address of the initial registered office of the Corporation is 413 13th Street N.E., Ruskin, Florida 33570.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one (1) nor more than five (5). The name and address of the initial member of the Board of Directors of this Corporation are:

FRANCISCO GUTIERREZ	413 13th Street N.E. Ruskin, Florida 33570
---------------------	---

ARTICLE VIII

AMENDMENTS TO ARTICLES OF  
INCORPORATION AND BYLAWS

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendments hereto and any right conferred upon the shareholders is subject to this reservation. Further, the power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders of this Corporation.

ARTICLE IX

POWERS

This Corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

ARTICLE X

INCORPORATOR

The name and address of the person signing these Articles are:

FRANCISCO GUTIERREZ  
413 13th Street N.E.  
Ruskin, Florida 33570

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation.

Dated: 10-24-96

Francisco Gutierrez  
FRANCISCO GUTIERREZ

ACKNOWLEDGMENT

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared FRANCISCO GUTIERREZ, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 24th day of October, 1996.

Melissa A. Rose  
Printed Name: \_\_\_\_\_  
NOTARY PUBLIC  
STATE OF FLORIDA AT LARGE

My commission expires:



**CERTIFICATE DESIGNATING REGISTERED AGENT**

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

That FLORIDA PACIFIC PRODUCE, INC., desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Certificate of Incorporation, at 413 13th Street N.E., Ruskin, Florida 33570, has named FRANCISCO GUTIERREZ as its agent to accept service of process within this State.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated Corporation at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office and the provisions of Chapter 607.

*Francisco Gutierrez*  
REGISTERED AGENT

**ACKNOWLEDGMENT**

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared FRANCISCO GUTIERREZ, known to me and known by me to be the person who executed the foregoing Certificate Designating Registered Agent, and he acknowledged before me that he executed the Certificate Designating Registered Agent.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 24<sup>th</sup> day of October, 1996.

*Melissa A. Rose*  
Printed Name: \_\_\_\_\_  
NOTARY PUBLIC  
STATE OF FLORIDA AT LARGE

My commission expires:



MELISSA A ROSE  
My Commission CC433157  
Expires Jan. 12, 1999  
Bonded by HAI  
800-422-1555

FILED  
STATE  
SECRETARY OF  
DIVISION OF  
96 OCT 29 PM 12:32