

Mark Thompson  
4747 North Lakeland Hills Blvd  
Suite 378  
Lakeland, FL 33805-9577

February 5, 1997

Department of State  
Division of Corporations  
P.O. Box 632  
409 E. Gaines Street  
Tallahassee, FL 32399

Subject: Star Foods of Polk County, Incorporated

Attached please find an original and one (1) copy of the Articles of Incorporation of Star Foods of Polk County, Incorporated, Certificate of Designation Registered Agent/ Registered Office and a check for the amount of \$122.50.

From: Mr. Mark S. Thompson  
4747 North Lakeland Hills Blvd.  
Suite 378  
Lakeland, FL 33805-9577  
(941) 688-0270

600002082566--1  
-02/10/97--01055--012  
\*\*\*\*122.50 \*\*\*\*122.50

FILED  
97 FEB 10 PM 2:57  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

  
2/12

**ARTICLES OF INCORPORATION  
OF  
STAR FOODS OF POLK COUNTY, INCORPORATED**

**ARTICLE ONE**

The name of the corporation is Star Foods Of Polk County, Incorporated

**ARTICLE TWO**

The Corporation shall be effective February 10, 1997. The period of its duration is perpetual.

**ARTICLE THREE**

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

**ARTICLE FOUR**

The classes, number and par value of shares which the corporation shall have authority to issue without further report to the Secretary of State are:

Class of shares:	Number of shares:	Par value of shares:
Common	50,000	\$ 1.00
Preferred Series A: 8% Cumulative Nonparticipating	10,000	\$100.00
Preferred Series B: 6% Cumulative Participating Convertible	20,000	\$ 50.00

**ARTICLE FIVE**

The principal place of business and mailing address of this corporation shall be 4747 North Lakeland Hills Blvd, Suite 378, Lakeland, Florida 33805-9577

**FILED**  
97 FEB 10 PM 2:57  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

### **ARTICLE SIX**

The street address of its initial registered office is 4747 North Lakeland Hills Blvd, Suite 378, Lakeland, Florida, and the name of its initial registered agent at such address is Mark Thompson .

### **ARTICLE SEVEN**

The number of directors constituting the initial board of directors is one, and the name and address of the person who is to serve as director until the first annual meeting of the shareholders or until the director's successor is elected and qualified is:

Name:	Mailing address:
Mohammad Murad	1420 First Street North East, Winter Haven FL 33880

### **ARTICLE EIGHT**

The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.

### **ARTICLE NINE**

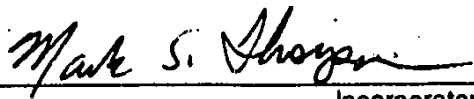
The name and address of the incorporator is:

Name:	Mailing address:
Mark Thompson	4747 Lakeland Hills Blvd, Suite 378, Lakeland, Florida

### **ARTICLE TEN**

The powers of the incorporator ceases upon the filing of the Articles of Incorporation.

The undersigned has executed these Articles of Incorporation this fifth day of February, 1997.



Incorporator

**CERTIFICATE OF DESIGNATION REGISTERED  
AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501,  
FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER  
THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT  
IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE  
STATE OF FLORIDA.

1. The name of the Corporation is: Star Foods Of Polk  
County, Incorporated
2. The name and address of the registered agent and office is:

Mark Thompson  
4747 North Lakeland Hills Blvd.  
Suite 378  
Lakeland, Florida 33805-9577

Having been named as registered agent and to accept service of  
process for the above stated corporation at the place designated  
in this certificate, I hereby accept the appointment as  
registered agent and agree to act in this capacity. I further  
agree to comply with the provisions of all statutes relating to  
the proper and complete performance of my duties, and I am  
familiar with and accept the obligations of my position as  
registered agent.

  
Mark Thompson

FILED  
97 FEB 10 PM 2:57  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA  
2/5/97