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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

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FROM: FILINGS, INC. CONTACT: TERESA ROMAN PHONE: (904)385-6735

FAX #:

(904) 385-6761

NAME: DIVERSIFIED FOOD EXPORT, INC. AUDIT NUMBER......H97000009728 DOC
TYPE.......FLORIDA PROFIT CORPORATION OR P.A. CERT. OF STATUS..0
PAGES...... 3 CERT. COPIES.....1
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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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SECRETARY OF STATE DIVISION 12 CT 7: 59

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# ARTICLES OF INCORPORATION OF DIVERSIFIED FOOD EXPORT, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

#### ARTICLE I - NAME

The name of this corporation is

DIVERSIFIED FOOD EXPORT, INC.

#### ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation shall be

500 N.W. 12<sup>th</sup> Avenue Pompano Beach, FL 33069

#### ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

#### ARTICLE IV - CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any one time is 500 shares of Common Stock, for a nominal or par value of \$1.00 per share.

#### **ARTICLE V - PREEMPTIVE RIGHTS**

Every stockholder, upon sale for cash of any new stock in this corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his pro rate share thereof (as nearly as may be done without issuance of fractional shares) at a price at which it is offered to others.

#### ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered office and agent of this corporation is:

Steven Serie, P.A., 2101 Corporate Blvd., NW, Suite 325, Boca Raton, FL 33431 Florida Bar No. 0046736 541-777-0209.

STEVEN SERLE, ESQUIRE Law Offices of Steven Serie 2101 Corporate Boulevard, N.W., Suite 325 Boca Raton, FL 33431

#### ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be increased or diminished from time to time by the Bylaws, but shall never be less than one (1). The names and addresses of the director(s) of this corporation are:

Edgar E. Powell 4 Fort George Cluse Kingston 9 Jameica

Wilson Powell 603 Siesta Key Circle Deerfield Beach, FL 33441 Harold Jones 11493 Orange Blossom Ln. Boce Raton, FL 33428

#### ARTICLE VIII - INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

Haroid Jones 11493 Orange Biossom Lane Boca Raton, FL 33428

## **ARTICLE IX - INDEMNIFICATION**

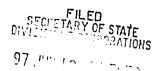
The corporation shall indemnify any officers or directors or any former officers or directors to the full extent permitted by law,

#### ARTICLE X - I.R.C. STOCK PROVISION

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations thereunder. Such actions as are necessary will be taken by the appropriate officers of the Corporation to accomplish this compliance.

#### **ARTICLE XI - AMENDMENT**

This corporation reserves the right to amend or repest any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to the same reservation.



IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, this \_\_\_\_\_\_ day of June. 1997.

Harold Jones

# CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHICH PROCESS MAY BE SERVED

In pursuance to Chapter 607, Florida Statutes, the following is submitted, in compliance with said Act.

That DIVERSIFIED FOOD EXPORT, INC. desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation in the City of Pompano Beach, FL as its agents to accept service of process within this State.

1. The name of the corporation.

## DIVERSIFIED FOOD EXPORT, INC.

The name and eddress of the registered agent and office is:

STEVEN SERLE, ESQUIRE Steven Serie, P.A. 2101 Corporate Boulevard, N.W., Suite 325 Boca Raton, FL 33431

#### ACKNOWLEDGMENT:

Having been named 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 statues relating to the proper and complete performance of my duties, and I amplamillar with and accept the obligations of my position as registered agent.

Dated: June // , 1997

STEVEN-SERLE Registered Agent