

AUG-18 97 14:54 FROM:XL CORP & RESEARCH 212-431-1441

TO:FLAFAXINC

PAGE:05

8/18/97
12:21 PM

P97000071486

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

((H97000013565 1))

TO: DIVISION OF CORPORATIONS
(850)922-4001

FAX #:

FROM: BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.
075350000353

ACCT#:

CONTACT: CATHY LEACH
PHONE: (212)431-5000
(212)431-1441

FAX #:

NAME: COOL FRUITS, INC.

AUDIT NUMBER.....H97000013565

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 2

CERT. COPIES.....0

DEL.METHOD.. FAX

EST.CHARGE.. \$70.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE
FAX

AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

FILED
97 AUG 18 PM 4:00
TALLAHASSEE, FLORIDA

P. 01-10-0001 AUG 19 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 18, 1997

BLUMBERG/EXCELSIOR CORPORATE SERVICES INC

SUBJECT: COOL FRUITS, INC.
REF: W97000019049

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document submitted does not meet legibility requirements for electronic filing. Please do not attempt to refax this document until the quality has been improved.

The complete document was not received. Please refax the complete document, including the electronic filing cover sheet.

If you have any further questions concerning your document, please call (850) 487-6931.

Becky McKnight
Document Specialist

FAX Aud. #: H97000013565
Letter Number: 197A00041760

H97000013565

ARTICLES OF INCORPORATION

OF

COOL FRUITS, INC.

FILED
97 AUG 18 PM 4:01
TALLAHASSEE, FLORIDA

THE UNDERSIGNED sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607 of the revised Florida Statutes, herewith submits the following information:

1. The name of the corporation is **COOL FRUITS, INC.**
2. The duration of the corporation shall be perpetual
3. The general purpose or purposes for which this corporation is being formed are to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter.
4. The aggregate number of shares which the corporation shall have authority to issue is 1000 shares, all without par value and of one class.
5. The principal address and mailing address of the corporation will be 1497 RAIL HEAD BLVD., SUITE #2, NAPLES, FL 34110 and the name of its initial registered agent at such address is **RICHARD WORTH**
6. The number of directors constituting the initial board of directors is 1 and the name and address of each person who is to serve as a member thereof is as follows:
RICHARD WORTH; 1497 RAIL HEAD BLVD., SUITE #2, NAPLES FL 34110
7. The name and address of the sole incorporator is: **SHELISA R. MINNIFIELD , c/o BlumbergExcelsior CORPORATE SERVICES, INC., 62 WHITE STREET, 2ND FLOOR, NEW YORK, NY 10013.**

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation.

Dated: 08/13/97

BlumbergExcelsior
62 White St
New York, NY 10013
212-431-5000


SHELISA R. MINNIFIELD
Sole Incorporator

H97000013565

H97000013565


ACCEPTANCE OF APPOINTMENT

AS

REGISTERED AGENT

I, the undersigned, do hereby accept appointment as Registered Agent of COOL FRUITS, INC., the within named corporation.

Dated: 8/15/97



RICHARD WORTH
1497 Rail Head Blvd., Ste 2
Naples, Florida 34110

FILED

97 AUG 18 PM 4:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

umbergExcelsior
: White St
w York, NY 10013
.2-431-5000

H97000013565