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CORPORATION NAME(S)	&	DOCUMENT NUMBER(S) (i	(known)
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AMENDMENTS	
Amendment	
Resignation of R.A., Officer/Director	
Change of Registered Agent	
Dissolution/Withdrawal	
Merger '	

Other

OTHER FILINGS	REGISTRATION/		
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Fictitious Name  Name Reservation	Foreign		
	Limited Partnership		
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Examiner's Initials

CR2E031(10/92)

# **ARTICLES OF INCORPORATION**

<u>OF</u>

### FAMILY PRODUCE, INC.

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SECRE MARY OF STATE
TALLAHASSET FLORID

The undersigned, acting as the incorporator of the Corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such Corporation:

#### **ARTICLE I**

## **NAME OF THE CORPORATION**

The name of this Corporation shall be FAMILY PRODUCE, INC.

#### <u>ARTICLE II</u>

#### **PERIOD OF DURATION**

The period of duration of the Corporation is perpetual.

# **ARTICLE III**

#### **PURPOSE**

The Corporation is organized for the purpose of engaging in any activity or business permitted under the laws of the United States and of this State.

#### <u>ARTICLE IV</u>

#### **AUTHORIZED SHARES**

**Number:** The aggregate number of shares that the Corporation shall have the authority to issue is 1,000 shares of Capital Stock. **Initial issue:** 100 shares of the Capital Stock of the Corporation shall be issued for adequate consideration in the following manner:

PYONG S. LEE

One Hundred (100) Shares

Dividends: The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the Corporation.

No Classes of Stock: The shares of the Corporation are not to be divided into classes.

#### ARTICLE V

#### REGISTERED OFFICE AND AGENT

The initial street address in Florida of the initial registered office of the Corporation is 6320 8th Street, Vero Beach, Florida 32966 and the name of the initial registered agent at such address is PYONG S. LEE.

#### ARTICLE VI

### PRINCIPAL OFFICE

The Principal Office of the corporation shall be 6320 8th Street, Vero Beach, Florida 32966.

#### ARTICLE VII

#### **BOARD OF DIRECTORS**

This corporation shall have One (1) Director constituting the initial Board of Directors.

The Director need not be a resident of the State of Florida or Shareholders of the corporation.

Majority vote of the Board of Directors is required to constitute a quorum for the transaction of business. Only a majority act of the Directors shall constitute an act of the Board of Directors.

The name and address of the person(s) who shall serve as Director(s) until him successors shall have been elected and qualified, is as follows:

NAME

**ADDRESS** 

PYONG S. LEE

6320 8th Street Vero Beach, Florida 32966

#### **ARTICLE VIII**

#### **INCORPORATORS**

The names and addresses of the initial incorporators are as follows:

<u>NAME</u>

**ADDRESS** 

PYONG S. LEE

6320 8th Street

Vero Beach, Florida 32966

#### ARTICLE IX

#### **PREEMPTIVE RIGHTS OF SHAREHOLDERS**

The holders of the common stock of this Corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such as the shares of the stock of this Corporation as may be issued for money, or property or services from time to time, in addition to that stock authorized by the Corporation. The preemptive rights of any holder is determined by the ratio of the authorized shares of common stock held by the holder to all shares of common stock currently authorized.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation at Orange County, Florida on this 22nd day of August, 1997.

PYONG S IFF

STATE OF FLORIDA

**COUNTY OF ORANGE** 

The foregoing Articles of Incorporation were acknowledged before me this 22nd day of August, 1997, by **PYONG S. LEE**, who has produced a driver's license as identification or who is personally known to me.

STEVEN H. KUTNER
MY COMMISSION © CC 669757
EXPIRES: October 29, 2000
Bonded Thru Notary Public Underwriters

Steven R. Kutner, Notary Public Commission No. CC563737 My Commission Expires:

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

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That FAMILY PRODUCE, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at Maitland, Florida 32751, Orange County, State of Florida, has named PYONG S. LEE located at 6320 8th Street, Vero Beach, Florida 32966 as its agent to accept service of process within this state.

#### **ACKNOWLEDGEMENT**

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

Date: \_\_ August 22, 1997

PYONG S LEE

97 AUG 25 PH 3: 32
SECALLARY OF STATE