

P970000 92943

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

RE: Citrus food Corporation

NAME _____
FIRM _____
ADDRESS _____
PHONE () _____

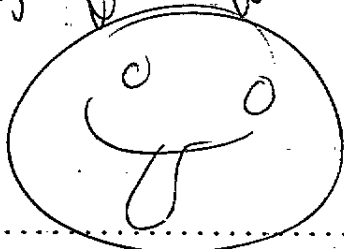
Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

Originally submitted by Cap Con.
Corrected and returned through the mail (client) 6/24
DUS S/S
W97-7318



REQUEST TAKEN CONFIRMED APPROVED
DATE 4/9/97
TIME 1:15
BY CD
CK No. _____

WALK-IN
Will Pick Up _____

5/10/29

C.C. FEE. DISBURSED
97 OCT 28 PM 4:09
DIVISION OF CORPORATIONS
FILED STATE
Capital ExpressSM _____
✓ Art. of Inc. File _____
Corp. Record Search _____
Ltd. Partnership File _____
Foreign Corp. File _____
Cert. Copy(s) _____
Pho 78
Art. of Amend. File _____
Dissolution/Withdrawal _____
C U S- _____
Fictitious Name File _____
Name Reservation _____
Annual Report/Reinstatement _____
Reg. Agent Service _____
Document Filing _____
400002138514--7
Corporate Kit -04/09/97--01120--007
Vehicle Search ***** 70.00 ***** 70.00
Driving Record _____
Document Retrieval _____
UCC 1 or 3 File _____
UCC 11 Search _____
UCC 11 Retrieval _____
File No.'s, _____ Copies
Courier Service _____
Shipping/Handling _____
Phone () _____
Top Priority _____
Express Mail Prep. _____
FAX () _____ pgs.

SUBTOTALS _____
FEE _____
DISBURSED _____
SURCHARGE _____
TAX on corporate supplies _____
SUBTOTAL _____
PREPAID _____
BALANCE DUE _____
2971A

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 9, 1997

CAPITAL CONNECTION INC

TALLAHASSEE, FL

SUBJECT: CITRUS FOOD CORPORATION
Ref. Number: W97000008318

We have received your document for CITRUS FOOD CORPORATION and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The document must include original signatures.

SEE R.A. SIGNATURE!!!!!!!

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 197A00017947



DONALD C. RICHBOURG, JR.

Accountant & Tax Consultant

1716 N.E. 13th Avenue, Cape Coral, Florida 33909
[941] 772-0816, Fax [941] 772-0816, Pager 335-5741

For: Citrus Food Corporation
1214 Ortiz Avenue
Ft Myers, Florida 33905

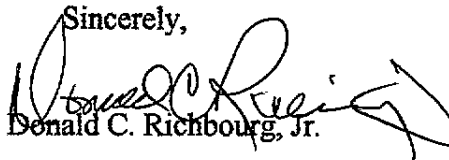
24 October 1997

Florida Department of State
Division of Corporation
P.O. Box 6327
Tallahassee, Florida 32314

Reference Number : W97000008318

Returned not processed because of needing original signatures. This has been corrected, and is forwarded for processing again.

Sincerely,


Donald C. Richbourg, Jr.

Enclosure
Fla Dept of State Ltr.
Articles of Corporation
Certification of Registered Agent

ARTICLES OF INCORPORATION

OF

ARTICLE I (CORPORATE NAME)

Name of the corporation is CITRUS FOOD CORPORATION.

ARTICLE II (DURATION)

This corporation shall exist perpetually, unless dissolved according to Florida Law.

ARTICLE III (PURPOSE)

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV (CAPITAL STOCK)

The corporation is authorised to issue 100,000 shares (Each) of One Dollars (\$.1.00) per value common stock, which shall be designated (common shares)

ARTICLE V INITIAL REGISTERED OFFICE AND AGENT.

The principal office if known, or the mailing address of the corporation is:
CITRUS FOOD CORPORATION
1214 Ortiz Ave
Fort Myers FL-33905

And The name/street address of the initial Registered Agent of this corporation is: Suvarna Mohan Rathod
146 East Northshore Dr.
North Forth Myers FL-33917

ARTICLE VI 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 By-Laws, but shall never be less than one (1). The name and address of the initial director of this corporation is:

Mohan R. Rathod
146 East Northshore Dr.
North Fort Myers FL-33917

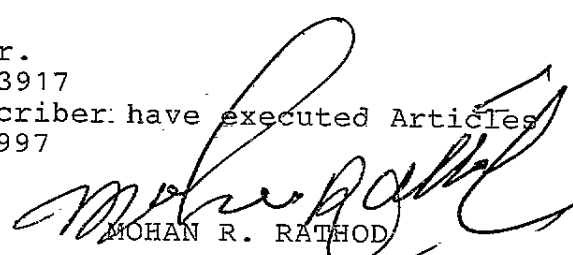
ARTICLE VII (INCORPORATORS)

The names and address of the incorporator signing these Articles is as follow:

Mohan R. Rathod
146 East Northshore Dr.
North Fort Myers FL-33917

IN WITNESS WHEREOF, the undersigned subscriber have executed Articles of Incorporation this 8th day of April 1997

STATE OF FLORIDA
FORT MYERS/ LEE COUNTY


MOHAN R. RATHOD

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT 28 PM 4:09

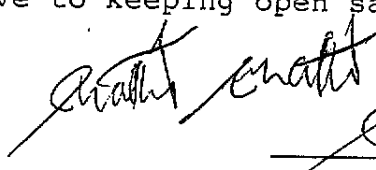
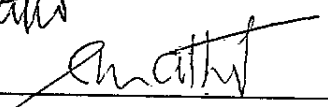
CERTIFICATE AND ACKNOWLEDGEMENT OF REGISTERED AGENT

Certificate of Registered Agent
OF

CITRUS FOOD CORPORATION

(name of corporation)

Having been named to accept service of process for this corporation at the place designated in this certificate, I hereby accept the appointment, understand my duties as registered agent, and agree to act in this capacity and to comply with the provisions of Chapter 48.091; Florida Statutes, relative to keeping open said office.

STATE OF FLORIDA
FORT MYERS/LEE COUNTY

Suvarna Mohan Rathod
Registered Agent

FILED STATE
SECRETARY OF CORPORATIONS
97 OCT 28 PM 4:09