

TRANSMITTAL LETTER

P98000027604

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT:

CATALINA FOODS PRODUCTS, INC.  
(Proposed corporate name, must include suffix)

700002457197--1  
-03/13/98-01109-018  
\*\*\*\*131.25 \*\*\*\*131.25

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☒ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FROM:

Michele CUEVAS  
Name (Printed or typed)

8817 SCARLET OAK CIRT  
Address

JACKSONVILLE FL 32222  
City, State & Zip

(904) 573-9425  
Daytime Telephone number

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAR 25 AM 11:14

NOTE: Please provide the original and one copy of the articles.

RP  
03-25-98



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

March 16, 1998

MICHELE CUEVAS  
8817 SCARLET OAK COURT  
JACKSONVILLE, FL 32222

SUBJECT: CATALINA FOODS, INC.  
Ref. Number: W98000005750

We have received your document for CATALINA FOODS, INC. and your check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6929.

Randall Purintun  
Document Specialist

Letter Number: 598A00014003

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DIVISION OF CORPORATIONS

98 MAR 25 AM 11:14

ARTICLES OF INCORPORATION  
OF

CATALINA FOODS, INC.

CATALINA FOOD PRODUCTS, INC.

The undersigned incorporator makes, subscribes, acknowledges and files with the Department of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit under the laws of the State of Florida.

ARTICLE I

Name

The name of this corporation is: ~~CATALINA FOODS, INC.~~ CATALINA FOOD PRODUCTS, INC.

ARTICLE II

Terms of Existence

This corporation shall commence as of the date of the filing of these Articles of Incorporation with the Secretary of State and shall have perpetual existence.

ARTICLE III

Nature of Business

This corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE IV

Capital Structure

The maximum number of share of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock, having a par value of \$.10 per share. Each of the said share of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, in property or in labor and services at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be paid for and shall be non-assessable.

ARTICLE V

Initial Registered Agent and Registered Office

The initial registered agent of this corporation shall be Michele Cuevas. The street address of the initial registered and principal office of this corporation, which is identical with the business office of the registered agent, is 8817 Scarlet Oak Court, Jacksonville, Florida 32222. The Board of Directors from time to time may move the registered office to any other address in the State of Florida.

## ARTICLE VI

### Board of Directors

There shall be a Board of Directors for this corporation which shall consist of not less than one (1). Except for the number constituting the initial Board of Directors, the number of directors shall be decided by resolution of the shareholders.

## ARTICLE VII

### Initial Board of Directors

The names and street addresses of the members of the initial Board of Directors for this corporation, who, subject to these Articles of Incorporation and the laws of the State of Florida, shall hold office until the first annual meeting of the shareholders or until their successors are elected and qualified, or until their resignation, removal from office or death are:

<u>Name</u>	<u>Street Address</u>
Gabriel & Catalina Cuevas, Sr	8436 Wagenhals Road Jacksonville, Florida 32222
Gabriel & Michele Cuevas, Jr	8817 Scarlet Oak Court Jacksonville, Florida 32222
Rafael & Carolina Cuevas	8436 Wagenhals Road Jacksonville, Florida 32222

## ARTICLE VIII

### Incorporator

The name and address of the Incorporator is: Michele Cuevas  
8817 Scarlet Oak Court  
Jacksonville, Florida 32222

## ARTICLE IX

### Bylaws

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors or the shareholders.

ARTICLE X

Indemnification

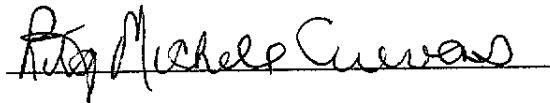
The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI

Amendment of Articles of Incorporation

These Articles of Incorporation may be amended at any time by a resolution adopted by a majority of vote of the Board of Directors at any annual or special meeting, provided at least ten (10) days' written notice is given to each director of the time and place of the meeting and the purpose thereof. Any amendment to these Articles of Incorporation so made must be approved by a majority vote of the shareholders of the corporation.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation the  
~~17th day of February, 1998.~~  
9th Day of March, 1998



STATE OF FLORIDA  
COUNTY OF DUVAL

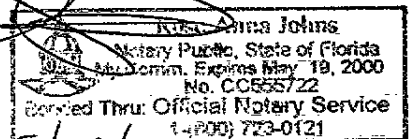
Before me personally appeared Michele Cuevas to me well known and known to me to be the individual described in and who executed the foregoing, and acknowledged before me that she executed the same for the purposes therein expressed.

Witness my hand and official seal in the county and state named above this 9 day of  
March, 1998

  
Notary Public  
State of Florida at large

My commission expires: 5/19/2000

FLDLC120-733-58-912-0



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, NAMING, AGENT UPON WHOM PROCESS MAY BE SERVED.

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

CATALINA FOOD PRODUCTS, INC.  
That ~~Catalina Foods, Inc.~~, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at City of Jacksonville, 8817 Scarlet Oak Court, State of Florida, has named Michele Cuevas located at 8817 Scarlet Oak Court Jacksonville, Florida 32222 as its agent to accept service of process within Florida.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Michele Cuevas

Dated: 3-9-98

STATE OF FLORIDA  
COUNTY OF DUVAL

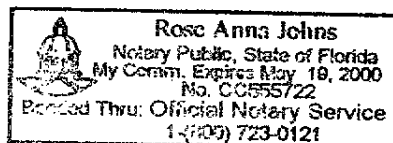
Before me personally appeared Michele Cuevas to me well known and known to me to be the individual described in and who executed the foregoing, and acknowledged before me that she executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the county and state named above this 9 day of March 1998.

[Signature]  
Notary Public

State of Florida at large

FLDLG 26-73358-912-0  
My Commission Expires: 5/19/2000



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