

P98000038543

4/28/98

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

4:08 PM

((H98000008029 4))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
PHONE: (305)599-0839

ACCT#: 071001002335

FAX #: (305)716-0346

NAME: THE RAINBOW PRODUCE GROUP, CORP.

AUDIT NUMBER.....H98000008029

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

CERT. OF STATUS..1

PAGES..... 3

CERT. COPIES.....0

DEL.METHOD.. FAX

EST.CHARGE.. \$78.75

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. **

FILED
98 APR 29 AM 8:52
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Bm 4/29/98

ARTICLE OF INCORPORATION OF

THE RAINBOW PRODUCE GROUP, CORP.

The undersigned incorporator(s), for the purpose of forming a Corporation under the Florida General Corporation Act. hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAMES

The name of the Corporation shall be :THE RAINBOW PRODUCE GROUP, CORP.
The principal place of business of this corporation shall be : 1403 N.W. 23rd STREET
MIAMI FL 33142.

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United State, the State of Florida, or any state, Country territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its per value that this corporation is authorized to have outstanding at any one time is: 500 SHARES \$1.00 PER SHARE.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTOR(S)

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is (are) elected, is (are): Mr. TOMAS PEREZ

13260 S.W. 38TH STREET MIAMI FL 33175.

Prepared by:
Associated Accountants
Tax & Multiservice, Inc.
1393 S.W. 1st STREET # 103
MIAMI FL 33135 , PHONE: 305-642-5229

SECRETARY OF STATE
ALLAHASSEE, FLORIDA

98 APR 29 AM 8:52

FILED

ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is (are) :


| <u>NAMES</u> | <u>ADDRESS</u> |
|--|---|
| <u>TOMAS PEREZ</u> President 50% of Shares. | 13260 S.W. 38TH STREET MIAMI FL 33175. |
| <u>CESAR ROMERO</u> Vice-President 50% of Shares. | 935 N.W. 5TH STREET MIAMI FL 33127. |

IN WITNESS WHEREOF, the undersigned incorporator(s) has (have) executed these Article of Incorporation this 28 day of APRIL, 1998.

Signature(s) of Incorporator(s)



President.



Vice-President

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE.**

Pursuant to the provisions of Section 607-325, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the the following statement in designating the registered office/registered agent, in the State Of Florida

1- The name of the corporation is: THE RAINBOW PRODUCE GROUP, CORP.

2- The name and address of the registered agent and office is: TOMAS PEREZ.

13260 S.W. 38TH STREET
(P.O. Box Not Acceptable)

MIAMI FL 33175
(CITY/STATE/ZIP)

SIGNATURE

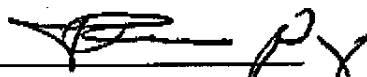

(Corporate Officer)

TITLE : President.

DATE : 04/28/98

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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607-325, FLORIDA STATUTES.

SIGNATURE



DATE: 04/28/98.

REGISTERED AGENT FILING FEE:

SECRETARY OF STATE
TALLAHASSEE FLORIDA

98 APR 29 AM 8:52

FILED