

P980000 81317

Florida Department of State

Division of Corporations

Public Access System

Sandra B. Morham, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H98000017538 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

FILED
98 SEP 18 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

TROPICAL FRUIT JUICE, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$122.50

(5)

H98000017538

ARTICLES OF INCORPORATION
OF
TROPICAL FRUIT JUICE INC.

FILED
98 SEP 18 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I - Name

The name of this corporation is Tropical Fruit Juice Inc.

Article II - Duration

This corporation is to have perpetual existence.

Article III - Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

Article IV - Capital Stock

This corporation is authorized to issue 6000 shares of ten (\$0.10) cent par value common stock. The whole or any part of the capital stock of this corporation shall be payable in lawful money of the United States of America or property, labor or services at a valuation to be fixed by the Director(s).

Article V - Principal Address and Mailing Address

The principal office and mailing address of the corporation is: 400 N.W. 128th Avenue
Miami, FL 33182

Article VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 8180 N.W. 36th Street, Suite 100, Miami, Florida 33166, and the name of the initial registered agent of this corporation is STUART M. GOLD.

Article VII - Initial Board of Directors

This corporation shall have one director initially. The number of directors may be either

This Instrument Prepared By:
Stuart M. Gold, Esq.
8180 N.W. 36th Street
Suite 100
Miami, FL 33166
(305) 591-1040
FL Bar No.: 265421

H98000017538

H98000017538

increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the initial director of this corporation is:

Oneida G. Rivera
400 N.W. 128th Avenue
Miami, FL 33182

Article VIII - Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article IX - Incorporator

The name and address of the person signing these Articles is:

Oneida G. Rivera
400 N.W. 128th Avenue
Miami, FL 33182

Article X - Indemnification

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

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on September 16, 1998.


ONEIDA G. RIVERA, Subscriber

STATE OF FLORIDA }
COUNTY OF DADE }

BEFORE ME, a notary public, authorized to take acknowledgments in the state and county aforesaid, personally appeared Oneida G. Rivera, known to me and known by me to be the person who executed the Articles of Incorporation of this Corporation.

H98000017538

H98000017538

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 6 day of September, 1998.

My Commission Expires:



Caridad Sensat
NOTARY PUBLIC AT LARGE
Print Name: CARIDAD SENSAT

H98000017538

H98000017538

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE VI OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES.


STUART M. GOLD, Resident Agent

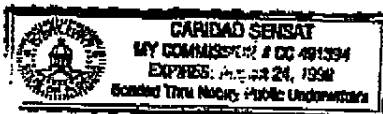
STATE OF FLORIDA }
 } ss.
COUNTY OF DADE }

FILED
98 SEP 18 PM 4:30
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

BEFORE ME, a notary public, authorized to take acknowledgments in the state and county aforesaid, personally appeared STUART M. GOLD, known to me and known by me to be the person who executed the Acceptance by Registered Agent of this Corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 16 day of September, 1998.

My Commission Expires:




NOTARY PUBLIC AT LARGE
Print Name: CARIDAD SENSAT

H98000017538