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798000095624

ACCOUNT NUMBER: FCA000000009
REFERENCE: 51701-3429
(Sub Account)
DATE: 10-29-98
REQUESTOR NAME: INTERNATIONAL RESEARCH BUREAU, INC.

ADDRESS: POST OFFICE BOX 14189
TALLAHASSEE, FL 32317

TELEPHONE: (850) (942 - 2500) ext (217)

CORPORATION NAME:

Real Foods Company INC.

DOCUMENT NUMBER:
(if applicable)

AUTHORIZATION:

David W. Lowery, CFO

☒ CERTIFIED COPY (1-9)
☐ CERTIFICATE OF STATUS (1-9)
☐ PLAIN STAMPED COPY

☐ Call When Ready

☐ Walk In

☐ Mail Out

☐

Call if Problem

☐

Will Wait

☐

After 4:30

☒ Pick Up

4:00

300002676283-8

Revision Date: 7/6/98
DocName: c:\msoffice\forms\corpacct.doc

Your Background Investigation Team

T. SMITH NOV 12 1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 9, 1998

IRB

SUBJECT: REAL FOODS COMPANY, INC.
Ref. Number: W98000025284

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

CORPORATION CAN NOT BE FILING BECAUSE YOU DO NOT HAVE ENOUGH MONEY IN YOUR ACCOUNT.

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) 487-6927.

Tracy Smith
Document Specialist

Letter Number: 498A00054326

ARTICLES OF INCORPORATION
OF
REAL FOODS COMPANY, INC

98 NOV 12 PM 4:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

The undersigned incorporator hereby executes, acknowledges and files with the Florida Department of State the following Articles of Incorporation (the "Articles") for the purpose of organizing a corporation under the Florida Business Corporation Act (the "Act").

ARTICLE I - Name

The name of the corporation is REAL FOODS COMPANY, INC..

ARTICLE II - Principal Office

The initial principal place of business or mailing address of the Corporation shall be 999 Ponce de Leon Boulevard, Suite 1015, Coral Gables, Florida 33134.

ARTICLE III - Term of Existence

This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

ARTICLE IV - Nature of Business

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

ARTICLE V - Authorized Shares

(a) Number. The Corporation is authorized to issue ten thousand (10,000) shares of common stock having a par value of \$1.00 each.

(b) Preemptive Rights. Shareholders shall have preemptive rights.

ARTICLE VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation shall be 999 Ponce de Leon Boulevard, Suite 1015, Coral Gables, Florida 33134 and the name of the initial registered agent of this corporation at that address is Pedro P. Saez.

ARTICLE VII - Directors

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the Corporation shall be managed under the direction of its board of directors. The Corporation shall have one (1) director initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the Bylaws of the Corporation.

ARTICLE VIII - Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the shareholders, but the board of directors may not alter, amend or repeal any bylaws adopted by the shareholders if the shareholders provide that such bylaws shall not be altered, amended or repealed by the board of directors.

ARTICLE IX - Incorporator

The name and address of the subscriber to these Articles are:

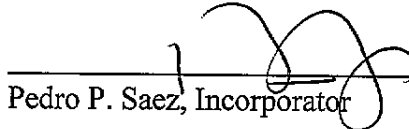
Name:

Address:

PEDRO P. SAEZ

999 Ponce de Leon Boulevard
Suite 1015
Coral Gables, Florida 33134

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of
Incorporation in the City of Miami, State of Florida this 21st day of October, 1998.

 (SEAL)
Pedro P. Saez, Incorporator

STATE OF FLORIDA)
)SS:
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority, this day personally appeared PEDRO P. SAEZ, who is to me well known to be the person described in and who subscribed the above Articles of Incorporation, and he did acknowledge before me that he made and subscribed the same for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in Miami- Dade County, Florida this _____ day of October, 1998.

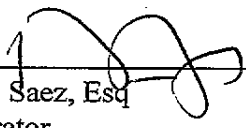
Notary Public, State of Florida
Printed Name: _____

My Commission Expires _____

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

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

REAL FOODS COMPANY, INC., desiring to organize or qualify under the laws of the State of Florida with its principal place of business at City of Miami, State of Florida has named PEDRO P. SAEZ, ESQ., located at 999 Ponce de Leon Boulevard Suite 1015, Coral Gables, Florida 33134, as its agent to accept service of process within Florida.

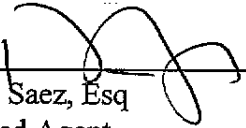


Pedro P. Saez, Esq
Incorporator

(SEAL)

October 21, 1998

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.



Pedro P. Saez, Esq
Registered Agent

(SEAL)

October 21, 1998

FILED
98 NOV 12 PM 4:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA