

OFFICE USE ONLY (Document #)

LACARUS CORPORATE FILING SERVICE, INC.

(Requestor's Name)

3320 S.W. 87th AVENUE

(Address)

MIAMI, FLORIDA (305) 552-5973

(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

800002946078--1

-07/30/99--01067--013

*****78.75 *****78.75

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. NORAMAC FOODS, INC.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☒ Walk in

☒ Pick up time

2:00

☒ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS

<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS

<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS

<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/
QUALIFICATION

<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

FILED
99 JUL 30 PM 12:17
SECRETARY OF STATE
TALLAHASSEE FLORIDA

CERTIFICATE OF INCORPORATION

OF

NORAMAC FOODS, INC.

I (we) the undersigned, do to hereby associate ourselves together and
subscribe this Certificate of incorporation for the purpose of forming a
corporation under the laws of the State of Florida, and subject to the following
provisions:

*****ARTICLE ONE*****

The name of the of the corporation shall be:

NORAMAC FOODS, INC.

*****ARTICLE TWO*****

The corporation may engage in any activity or business permitted
under the laws of the United States of America and of the State of Florida.

*****ARTICLE THREE*****

The maximum number of shares of stock wich the corporation shall have outstanding at any time, shall be Five Hundred (500) Shares of Stock wich shall be common stock of a par value of one (1.00) Dollar per share. All or any part of the capital stock may be paid either in lawful monies of the United States of America, or in services, at true value thereof.

*****ARTICLE FOUR*****

This corporation shall begin business with a minimum capital of the amount of Five Hundred (500.00) Dollars.

*****ARTICLE FIVE*****

This corporation shall have perpetual existence.

*****ARTICLE SIX*****

The principal office of the corporation shall be located at:
9938 S.W. 5 STREET, CIRCLE
MIAMI, FL. 33174.

Other office for the transaction of business may be located where ever the Directors may deem necessary or expedient.

****ARTICLE SEVEN*****

The business of the corporation shall be managed by a Board of

Directors, who need not be stockholders of the corporation. The number of Directors, not less than one, shall be fixed by resolution of the stockholders at any regular or special meeting, subject to the manner of holding such meetings prescribed by the by-laws.

*****ARTICLE EIGHT*****

The name and post office addresses of the members of the first Board of Directors and the officers who shall hold office for the first year of existence of the corporation or until their successors are elected or appointed and have qualified, are as follows:

BOARD OF DIRECTORS:

Name	Address
JOSE ISIDRO FRANCO SS#098-68-1736	5911 S.W. 112 WAY COOPER CITY, FL. 33330
PRESIDENT	
JOSE F. PAGOAGA SS#396-94-2379	9060 N.W. 8 STREET, APT#202 MIAMI, FL. 33172
SECRETARY	
JUAN M. VALENZUELA SS#153-68-6895 VICE-PRESIDENT	9060 N.W. 8 STREET, APT#202 MIAMI, FL. 33172
FRANCISCO L. QUEZADA SS#590-68-6776 TESORERO	9938 S.W. 5 STREET, CIRCLE MIAMI, FL. 33174.

*****ARTICLE NINE*****

The name and post office addresses of each of the subscribers to this certificate of Incorporation and the number of shares of stock which each subscriber agrees to take, are as follows:

Name	Address
JOSE ISIDRO FRANCO	5911 S.W. 112 WAY, COOPER CITY, FL. 33330
JOSE F. PAGOAGA	9060 N.W. 8 STREET, APT #202 MIAMI, FL. 33172
JUAN M. VALENZUELA	" " " " " " " " " "
FRANCISCO L. QUEZADA	9938 S.W. 5 STREET, CIRCLE, MIAMI, FL. 33174

SUBSCRIBER

[Handwritten signatures and initials over the subscriber list]

SUBSCRIBER: 125 SHARES EACH.

*****ARTICLE TEN*****

This corporation shall have full power to carry on and transact each of all of the businesses enumerated in Article Two of the Certificate, and shall have all the general and additional powers now and hereafter conferred upon it by law.

*****ARTICLE ELEVEN*****

This corporation shall have the power to issued the whole or any part determined by the Board of Directors, of the shares of the capital stock as partly paid, subject to calls thereon until the whole thereof shall have been paid.

*****ARTICLE TWELVE*****

Upon election of a Board of Directors by the stockholders, such Board of Directors shall manage the business affairs of this corporation without the necessity of further authority from the stockholders, except as by law or in this

certificate otherwise provided: any action of such Board of Directors may be rescinded, or any officer or director removed from office, only upon a vote of stockholders holding a majority of the stock of the corporation which may at such time be actually issued unless otherwise provided by the by-laws of the Board of Directors. All holders of common stock of this corporation shall be entitled to vote the same in the manner provided by law whether said stock be fully or partially paid unless otherwise determined by the Board of Directors at or before the time of issuance thereof.

*****ARTICLE THIRTEEN*****

The corporation does hereby designate the following address as its registered office: 9938 S.W. 5 STREET, CIRCLE, MIAMI, FL. 33174.

The corporation does hereby designate:

JOSE ISIDRO FRANCO
5911 S.W. 112 WAY
COOPER CITY, FL. 33330

AT ITS REGISTERED AGENT

STATE OF FLORIDA)

ss.

COUNTY OF DADE)

BEFORE ME, the undersigned authority, duly authorized to
administer oaths and take acknowledgments, personally appeared:

JOSE ISIDRO FRANCO
5911 S.W. 112 WAY
COOPER CITY, FL. 33330

Who, after being by me first duly sworn, executed the foregoing Certificate of
Incorporation, freely and voluntarily for the purpose therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and
official seal at Miami, said county and State,)

Notary Public, State of Florida at

My Commission expired:

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR

THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the

following is submitted, in compliance with said act:

JOSE ISIDRO FRANCO
5911 S.W. 112 WAY
COOPER CITY, FL. 33330

desiring to organize under the Laws of State of Florida with its principal office, as
indicated in the Articles of Incorporation At:

state of Florida as its agent to accept service of process this state.

STATE OF FLORIDA, AS NAME AS: NORAMAC FOODS, INC.

LOCATED AT: 9938 S.W. 5 STREET, CIRCLE
MIAMI, FL. 33174

STATE OF FLORIDA AS ITS AGENT TO ACCEPT SERVICES OF PROCESS
THIS STATE.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above
stated corporation, at place designated in this certificated I hereby accept to act in
this capacity and agree to comply with the provision of said Act relative to
keeping open said office.

JOSE ISIDRO FRANCO

Registered Agent
PRESIDENT.

SECRETARY OF STATE
TALLAHASSEE FLORIDA

99 JUL 30 PM 12:17

FILED