

F9500006053

1204 HAYS STREET
TAMM, FREE, FL 32202
800 342-8086



RECEIVED
95 DEC 12 PM 4:27

DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE : 759625 4385691

AUTHORIZATION : *Patricia Pizzit*

COST LIMIT : \$ 122.50

ORDER DATE : December 8, 1995

ORDER TIME : 2:20 PM

100001660541

ORDER NO. : 759625

CUSTOMER NO: 4385691

CUSTOMER: Jeremy Sheppe, Legal Assistant
International Commodities
2975 Westchester Avenue

Purchase, NY 10577

FOREIGN FILINGS

NAME: ICEC SEAFOOD CORP.

 PROFIT
 NON-PROFIT

 CORPORATE
 LIMITED PARTNERSHIP

XX QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: ANDREA MABRY

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 DEC 13 AM 8:41

LR
12/13/95

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA:**

1. ICEC SEAFOOD CORP.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. DELAWARE 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. FEBRUARY 27, 1995 5. PERPETUAL
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. MAY 1, 1995
(Date first transacted business in Florida. (See sections 607.1801, 607.1802, and 617.188, F.S.)

7. 2975 WESTCHESTER AVE.
PURCHASE N.Y. 10577
(Current mailing address)

8. WHOLESALE SEAFOOD PRODUCTS
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

The Prentice-Hall Corporation
Name: System, Inc.

Office Address: 1201 Hays Street, Suite 105

Tallahassee, Florida, 32301
(Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

The Prentice-Hall Corporation System, Inc.

By: Vicki Schreiber Assistant V.P.
(Registered agent's signature)

Vicki Schreiber, Asst. V.P.

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
DEC 13 AM 9:41

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: EMIL S. FINLEY

Address: 2975 WESTCHESTER AVE

PURCHASE, N.Y. 10577

Director: F. JOHN CARPENTER

Address: 2975 WESTCHESTER AVE

PURCHASE, N.Y. 10577

B. OFFICERS

President: CHARLES F. WOODHOUSE

Address: 2010 PINE ST.

PHILADELPHIA, PA.

Vice President: _____

Address: _____

Secretary: RONALD F. ROSNER

Address: 300 E 74th ST.

NEW YORK, NEW YORK 10016

Treasurer: PETER ENGELKING

Address: BFD ARM. MIL. RD

MT. KISCO, N.Y. 10549

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.

Vincent Keane
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14.

CONTROLLER
(Typed or printed name and capacity of person signing application)

ADDENDUM

12:

B. OFFICERS:

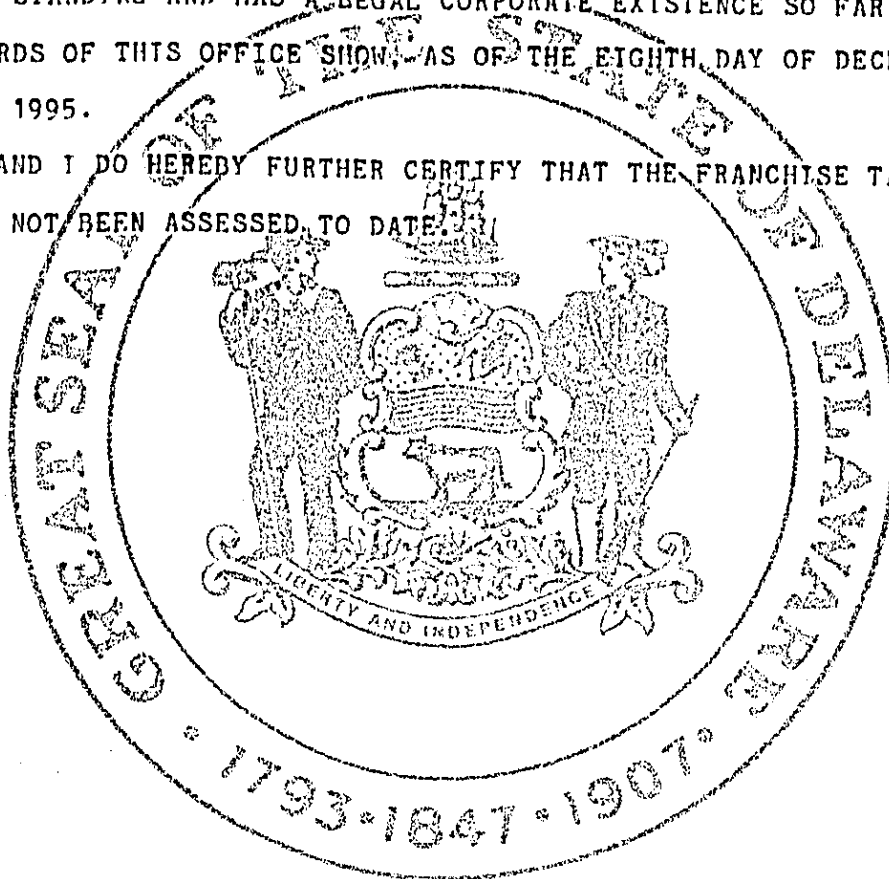
CONTROLLER: VINCENT LEONE
649 CHALLINOR DR.
YORKTOWN HTS. N.Y.
10553



Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "I C E C SEAFOOD CORP." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE EIGHTH DAY OF DECEMBER, A.D. 1995.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 DEC 13 AM 8:41



Edward J. Freel

Edward J. Freel, Secretary of State

2484123 8300

950287192

AUTHENTICATION: 7741801

DATE: 12-08-95

SECRET

7000029, SECT 4
-10/14/97- 5000- 625
SECRET.25 SECRET.25

Office Use Only

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

1. _____ (Corporation Name) (Document #)
2. _____ (Corporation Name) (Document #)
3. _____ (Corporation Name) (Document #)
4. _____ (Corporation Name) (Document #)

FILED
 OCT 14 PM 11:50
 SECRETARY OF STATE
 TALLAHASSEE FLORIDA

- Walk in
- Mail out
- Pick up time _____
- Will wait
- Certified Copy
- Photocopy
- Certificate of Status

	Franchise
	Non-Franchise
	Limited Liability
	Domestication
	Other

	Amendment
	Resignation of T.A., Officer/Director
	Change of Registered Agent
	Director/Withdrawal
	Merge

	Annual Report
	Foreign Name
	Name Reservation

	Foreign
	Limited Partnership
	Subchapter S
	Trademark
	Other

VS OCT 20 1997

Witler

Number's Initial	
------------------	--

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL
OF AUTHORITY TO TRANACT BUSINESS OR CONDUCT AFFAIRS
IN FLORIDA**

ICEC SEAFOOD CORP 13-3829584
(Name of Corporation)

DELAWARE
(Incorporated Under Laws Of)

FILED
97 OCT 16 PM 11:50
SECRETARY OF STATE
TALLAHASSEE FLORIDA

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

C/O INTERNATIONAL COMMODITIES EXPORT CORP.
2975 WESTCHESTER AVE.
(Mailing Address)

PURCHASE, N.Y. 10577
(City and State)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.

Vincent Leone V.P. CONTROLLER
(Signature) (Title)

VINCENT LEONE 10/7/97
(Typed or printed name) (Date)