



F00000004026

ACCOUNT NO. : 072100000032

REFERENCE : 765800 4302494

AUTHORIZATION : Patricia Pizeto

COST LIMIT : \$ 70.00

ORDER DATE : July 17, 2000

ORDER TIME : 10:59 AM

400003326484--3

ORDER NO. : 765800-005

CUSTOMER NO: 4302494

CUSTOMER: Margaret Civetta, Esq
Whitman Breed Abbott & Morgan
200 Park Ave

New York, NY 10166

FOREIGN FILINGS

NAME: IWEB GROCERS INTERNATIONAL,
INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Darlene Ward

FILED
00 JUL 18 AM 9:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
00 JUL 18 AM 11:39
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

F00-4026
SA 7/19

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT 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. IWEB GROCERS INTERNATIONAL, INC.
(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. 65-1013072
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. October 15, 1999 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 2841 NW 107th Avenue
Miami, Florida 33172
(Current mailing address)

8. to engage in, promote and carry on any lawful act or activity for which corporations
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida) may be organized under Delaware and Florida law

9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box NOT acceptable)

Name: Mr. Wissam Amoudi

Office Address: 2841 NW 107th Avenue
Miami, Florida, 33172
(Zip code)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 JUL 18 AM 9:37

FILED

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.

Carol K. Dolor Carol K. Dolor, Asst. Vice-President
(Registered agent's signature)

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.

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Wissam Amoudi

Address: 2841 NW 107th Avenue

Miami, FL 33172

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Wissam Amoudi

Address: (same as above)

Vice President: _____

Address: _____

Secretary: Wissam Amoudi

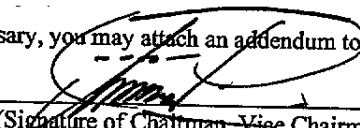
Address: (same as above)

Treasurer: Wissam Amoudi

Address: (same as above)

FILED
00 JUL 18 AM 9:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Wissam Amoudi, President
(Typed or printed name and capacity of person signing application)

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "IWEB GROCERS INTERNATIONAL, INC." 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 SEVENTEENTH DAY OF JULY, A.D. 2000.



Edward J. Freel

Edward J. Freel, Secretary of State

3112244 8300

001359790

AUTHENTICATION: 0562081

DATE: 07-17-00