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(Requestor's Name)

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PICK-UP WAIT MAIL

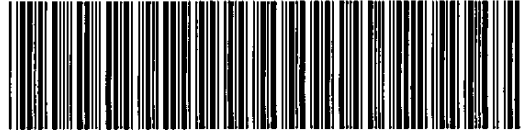
(Business Entity Name)

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TALLAHASSEE, FLORIDA

1.8.9-4

LAZARUS

CORPORATE FILING SERVICE

3320 SW 87TH AVENUE

MIAMI, FL 33165 (305) 552-5973

Office Use Only

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

1. A AND C GROCERY 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

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Photocopy

Certificate of Status

NEW FILINGS

- Profit
 Not for Profit
 Limited Liability
 Domestication
 Other

AMENDMENTS

- Amendment
 Resignation of R.A., Officer/Director
 Change of Registered Agent
 Dissolution/Withdrawal
 Merger

OTHER FILINGS

- Annual Report
 Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
 Limited Partnership
 Reinstatement
 Trademark
 Other

Examiner's Initials

FILED

2007 AUG 31 PM 12:05

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

A AND C GROCERY INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the Corporation is:

A AND C GROCERY INC.

ARTICLE II

The purpose for which the Corporation is organized is to engage in any activities or business permitted under the laws of the United States and Florida.

ARTICLE III

The aggregate number of shares that the Corporation shall have the authority to issue is SEVEN THOUSAND (7,000) shares of Capital Stock, all of one class, with a par value of One Dollar (\$1.00) per share.

ARTICLE IV

The period of duration of the Corporation is perpetual.

ARTICLE V

The amount of capital with which the Corporation shall begin business is not less than SIX HUNDRED DOLLARS (\$600.00).

ARTICLE VI

The address of the initial Principal Office of the Corporation is: 1150 N.W. 72nd Avenue, Suite 555, Miami, Fl. 33126

ARTICLE VII

The number of directors constituting the initial Board of Directors of the Corporation are:

JESUS M. CEPEDA **1150 N.W. 72nd Avenue Suite 555**
Miami, Florida, 33126

ARTICLE VIII

The name and address of the initial subscriber and Registered Agent of the corporation is:

JESUS M. CEPEDA **1150 N.W. 72nd Avenue Suite 555**
Miami, Florida, 33126

ARTICLE IX

The following persons shall be the officers of this Corporation for the first year of its existence or until their successors are elected and have qualified:

JESUS M. CEPEDA **President and Director**

ARTICLE X

Shareholders shall not be entitled to preemptive rights

IN WITNESS WHEREOF, I the undersigned, have made, subscribed and acknowledged this Article of Incorporation, this 25th day of August, 2007.

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 relating to the proper and complete performance of my duties and I am familiar with and accept the obligations of my position as registered agent.

[Handwritten Signature]
Jesus M. Cepeda, Subscriber and Registered Agent.

STATE OF FLORIDA
COUNTY OF PALM BEACH

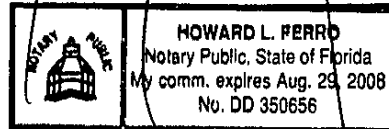
I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and County aforesaid to take acknowledgements, personally appeared Jesus M. Cepeda, subscriber and Registered Agent, to me known to be the person described in or who (have) (has) produced Florida Drivers License as identification and who executed the foregoing document and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State aforesaid this 25th day of August, 2007.

My commission expires:

[Large handwritten scribble]
NOTARY PUBLIC, State of Florida

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