

OFFICE USE ONLY (Document #)

1990050117

LEZARUS 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

000002894040--1
-06/03/99--01062--004
*****78.75 *****78.75

OFFICE USE ONLY

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

- MILLENNIUM SUPERMARKET, INC
(Corporation Name) (Document #)
- _____
(Corporation Name) (Document #)
- _____
(Corporation Name) (Document #)
- _____
(Corporation Name) (Document #)

- Walk in Pick up time 2:00 Certified Copy
- Mail out Will wait Photocopy Certificate of Status

FILED
99 JUN -3 PM 1:58
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

RECEIVED
99 JUN -3 AM 11:35

Examiner's Initials

ARTICLES OF INCORPORATION

WE, THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, privileges, rights and immunities of a corporation for profit.

ARTICLE I

The name of the corporation shall be:

Millennium Supermarket, INC.

FILED
99 JUN -3 PM 1:58
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE II

The general character or nature of the business to be transacted by this corporation is to engage in any activity or business permitted under the laws of the United States and this State.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding is 1000 shares of common stock, each share having a par value of \$1.00. Authorized capital stock may be paid for in cash.

ARTICLE IV

The amount of capital with which this corporation shall begin business shall not be less than ONE THOUSAN DOLLARS (1000.00)

ARTICLE V

The initial street address of the principal office of this corporation is to be at 1551 NW 119 St ., Miami, FI

ARTICLE VI

The corporation shall have 1 Director. The number of Directors may be increased or diminished from time to time pursuant to the By-Laws.

ARTICLE VII

The names and street addresses of the first Board of Directors of this corporation, who shall hold office for the first year, or until their successors are duly elected and qualified, shall be:

PRESIDENT:

Roberto Abad 1551 NW 119 ST., MIAMI, FL

VICE PRESIDENT:

Carmen Diaz 1551 NW 119 St. MIAMI, FL

ARTICLE VIII

The names and street addresses of each subscriber and the number of shares of stock which each agrees to take are:

NAME	ADDRESS	SHARES
Roberto Abad	1551 NW 119 ST	50
Carmen Diaz	1551 NW 119 St	50

ARTICLE IX

The names and street addresses of the incorporators:

PRESIDENT:

Roberto Abad 1551 NW 119 ST Miami, Fl

ARTICLE X

The corporation shall have a perpetual existence.

ARTICLE XI

The street address of the initial registered agent of the corporation is:

Roberto Abad
1551 NW 119 ST
MIAMI< FLORIDA

The name of the initial registered agent of the corporation at that address is:

Roberto Abad 1551 NW 119 ST Miami, Fl

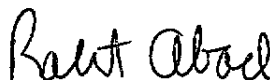
ARTICLE XII

Stockholders of this corporation may enter into such stockholders' and trustee agreements as they may see fit wherein and whereby such stockholders may limit their voting rights by virtue of such stockholders' and trustee agreements.

ARTICLE XII

These Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain Amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, I have hereunto set my hand and seal and acknowledge to be filed in the office of the Secretary of State the foregoing Articles of Incorporation this 1 day of June 1999



By: Roberto Abad, President

STATE OF FLORIDA)

COUNTY OF DADE)

I HEREBY CERTIFY that on this 1 day of June, 1999 before me personally appeared Roberto Abad, to me known to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same.

WITNESS my and official seal on the day and date first set forth above.

Notary Public

My Commission Expires:

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:

First, that desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, has named Roberto Abad located at 1551 NW 119 ST MIAMI , Florida County of Dade, State of Florida, as its agent to accept service of process within this State. The principal office of the corporation shall be: 1551 NW 119 ST., Miami, Florida

ACKNOWLEDGEMENT

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

Roberto Abad

(Resident Agent)

FILED
99 JUN -3 PM 1:58
SECRETARY OF STATE
TALLAHASSEE FLORIDA