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Stephen G. Williams, C.P.A.
2650 N. E. 52nd Street
Lighthouse Point, Florida 33064-7052
(305) 427-2019

September 4, 1996

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

800001942529
-09/09/96--01054--005
****122.50 ****122.50

RE: Incorporation Documents
SECOND AVENUE DELIMARKET, INC.

Sir:

Enclosed for filing is an executed copy of the Articles of Incorporation and an executed copy of the registered agent's written acceptance of his appointment as registered agent for SECOND AVENUE DELIMARKET, INC.

Please forward to me a copy of the documents showing the appropriate "Filed" and the time, day, month, and year.

Our check in the amount of $122.50 representing the fee for said filings is enclosed.

Sincerely,

Stephen G. Williams

EFFECTIVE DATE 9-11-96

SGW:bj
Enclosures

SEP 11 1996. BSB

FILED
95 SEP -9 PM 3:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
9-2-96

FILED
96 SEP -9 PM 3:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

SECOND AVENUE DELIMARKET, INC.

The undersigned subscribes to these Articles of Incorporation, natural person, competent to contract, does hereby form a corporation for profit under the laws of the State of Florida. Corporate existence shall begin upon signing of these Articles.

ARTICLE I. Name. The name of the corporation is

SECOND AVENUE DELIMARKET, INC.

ARTICLE II. Term of Existence. This corporation shall have perpetual existence.

ARTICLE III. Nature of Business. This corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE IV. Capital Stock. This corporation is authorized to issue One Thousand (1000) shares with a par value of One Dollar ($1.00) per share of common stock.

ARTICLE V. Voting Rights. Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI. Preemptive Rights. Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rate share thereof (as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII. Initial Principal Office and Registered Agent. The street address of the initial principal office of this corporation is:

Stephen G. Williams
2650 NE 52nd Street
Lighthouse Point, Florida 33064-7052

and the name of the initial registered agent of this corporation at that address is: Stephen G. Williams
2650 NE 52nd Street
Lighthouse Point, Florida 33064-7052

ARTICLE VIII. Initial Board of Directors. The corporation shall have one Director initially. The number of Directors may be either increased or diminished from time to time by the by-laws but never be less than one. The name and address of the initial Director of this Corporation is:

Ghassan Kashou, 111 SE 2nd Avenue, Deerfield Beach, FL 33441

ARTICLE IX. Officers. The officers of the Corporation will be: Ghassan Kashou - President, Secretary/Treasurer

ARTICLE X. Incorporator. The person signing these Articles of Incorporation has the following name and address:

Stephen G. Williams
2650 NE 52nd Street
Lighthouse Point, Florida 33064

ARTICLE XI. By-Laws. The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE XII. Amendment. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 4th day of September, 1996.

Stephen G. Williams

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared Stephen G. Williams, known to be and known by me to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed the same for the use and purposes therein expressed.

WITNESS my hand and official seal this 4th day of September, 1996.

Notary Public

My commission expires:

Ruth L. Gilbert
MY COMMISSION # CC567780 EXPIRES
May 27, 2000
BONDED THRU TROY FAIN INSURANCE, INC.

CONSENT TO APPOINTMENT AS REGISTERED AGENT

To: Secretary of State
State of Florida
Division of Corporations
Department of State
Tallahassee, Florida 32304

I, STEPHEN G. WILLIAMS, do hereby consent to serve as Registered Agent for the Corporation, SECOND AVENUE DELIMARKET, INC.

This 4th day of September, 1996.

Stephen G. Williams

Address of Registered Agent:

Stephen G. Williams
2650 NE 52nd Street
Lighthouse Point, FL 33064-7052

FILED
96 SEP -9 PM 3:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA