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CHARLES M. SAMAHA
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*****SPEED MEMO*****

August 5, 1998

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Fla. 32314

200002620312--3
-08/19/98--01083--001
*****70.00 *****70.00

RE: JOY FOOD MARKET, INC.

Dear Sir:

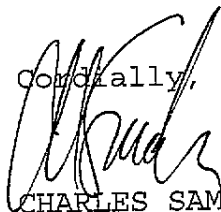
Please find enclosed original of Articles of Incorporation,
original Resident Agent Designation form, and check in the amount
of \$70.00 covering the total filing fee.

Please return a copy of the filed Articles of Incorporation to:

Charles M. Samaha, Esq.
Post Office Box 450
St. Petersburg, FL 33731-0450

Thank you for your assistance in this matter.

Cordially,


CHARLES SAMAHA

Encl.

~~898-16151~~

DNC
8/11/98

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 AUG 19 PM 2:28

FILED



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

August 11, 1998

CHARLES M. SAMAHA, ESQ.
P.O. BOX 450
ST. PETERSBURG, FL 33731-0450

SUBJECT: JOY FOOD MARKET, INC.
Ref. Number: W98000018151

We have received your document for JOY FOOD MARKET, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$70.00.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 198A00041639

ARTICLES OF INCORPORATION
OF
JOY FOOD MARKET, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I

NAME AND ADDRESS OF CORPORATION

The name and address of the corporation are Joy Food Market, Inc., 1005-49th Street South, Gulfport, FL 33713.

ARTICLE II

Duration

The duration of the corporation is perpetual.

ARTICLE III

Purpose

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

Capital Stock

This corporation is authorized to issue one thousand (1,000) shares of one dollar (\$1) par value common stock which shall be designated common shares.

ARTICLE V

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 259 Fourth Avenue North, St. Petersburg, Florida 33701, and the name of the initial registered agent at such address is CHARLES M. SAMAHA.

ARTICLE VI

Management of Corporation

The names and addresses of the initial officers and directors who shall hold office the first year of the corporation's existence

or until their successors are elected, are: Othman Jamaledaddin (President & Treasurer), Affun Hamad (Vice President), Munir Affun Hamad (Secretary), 1005-49th Street South, Gulfport, FL 33713.

ARTICLE VII

Incorporators

The name and address of the persons signing these Articles is: Othman Jamleddin, 1005-49th Street South, Gulfport, FL 33713.

ARTICLE VIII

Amendments

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the stockholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 5th day of August, 1998.



Witness




Witness



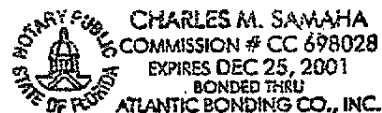
Incorporator

STATE OF FLORIDA)
COUNTY OF PINELLAS)

ACKNOWLEDGED TO before me by, Othman Jamaledaddin, who produced FL Driv. Lic. #J543-653-55-385-0, this 5th day of August, 1998.



Notary Public, State of Fla.
Charles M. Samaha
My Commission Expires:



CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: _____

JOY FOOD MARKET, INC.

2. The name and address of the registered agent and office is: _____

CHARLES SAMAHA, 259-4th Avenue North, St. Petersburg, FL 33706

(P. O. BOX NOT ACCEPTABLE)

(CITY/STATE/ZIP)

SIGNATURE _____

(Corporate Officer)

TITLE President

DATE 8/5/98

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE _____

(Registered Agent)

DATE 8/5/98

REGISTERED AGENT FILING FEE: \$20.00

98 AUG 19 PM 2:29
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA