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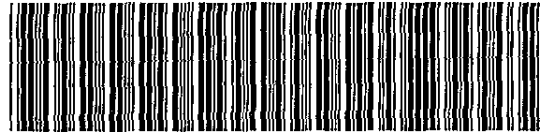
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Special Instructions to Filing Officer:

4/20 amend &
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NANCY G. FARAGE

PROFESSIONAL ASSOCIATION
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April 21, 2005

FEDERAL EXPRESS

Division of Corporations
Registration Section
409 East Gaines Street
Tallahassee, Florida 32399

Re: Khawaja Foods, LLC

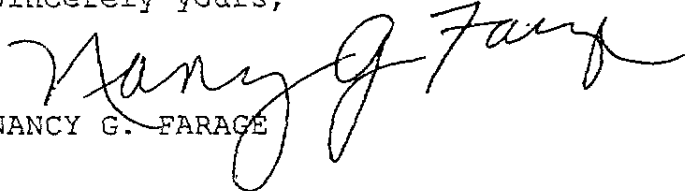
Gentlemen:

Enclosed please find an original and a copy of the Amendment to Articles of Organization of Khawaja Foods, LLC and the original Acceptance of Registered Agent for the above-named company. Please file the original Amendment to Articles and return a certified copy to me.

Also enclosed is a check in the amount of Fifty Five Dollars (\$55.00), representing the filing fee of Twenty Five Dollars (\$25.00) and certified copy fee of Thirty Dollars (\$30.00).

Thank you for your assistance and cooperation in this matter. Should you have any questions regarding the enclosed documents, please do not hesitate to contact me immediately by telephone.

Sincerely yours,


NANCY G. FARAGE

NGF:mlf
Enclosures

AMENDED AND RESTATED ARTICLES OF ORGANIZATION

OF

BLUE RIBBON FOOD MARTS LLC

The undersigned certifies that he has associated himself for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. This company was originally filed under the name Blue Ribbon Food Marts, LLC. The original Articles of Organization were filed with the Department of State on or about December 29, 2003. (Document Number L03000056480) These restated Articles of Organization were duly executed and are being filed in accordance with Florida Statute Section 608.411. He further declares that the following Articles shall serve as the authority for the conduct of business of the limited liability company.

ARTICLE I

NAME OF AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be KHAWAJA FOODS, LLC, and its principal office shall be located at 2117 West Main Street, FL 33617, in the city of Tampa, County of Hillsborough, State of Florida, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

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ARTICLE II

PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

To engage in any activity or business authorized under the Florida Statutes and to exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles.

ARTICLE III

EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

ARTICLE IV

MANAGEMENT

This limited liability company shall be managed by one manager. The name and address of the person who shall serve until his successor is elected and qualifies is as follows: KHALDOUN KHALIL KAWAJA, 2117 West Main Street, Tampa, FL 33617.

ARTICLE V

DURATION

This limited liability company shall exist until dissolved in a manner provided by law or as provided in the regulations adopted by the members.

ARTICLE VI

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 2117 West Main Street, Tampa, County of Hillsborough, State of Florida, 33617 and the name of the company's initial registered agent at that address is Khaldoun Khalil Kawaja.

ARTICLE VII

The Articles of Organization existing prior to the filing of the Amended and Restated Articles of Organization shall become the company's Articles of Organization.

The undersigned, being a member of the limited liability company, certifies that this instrument constitutes the proposed Articles of Organization of KHAWAJA FOODS, LLC.

Executed by the undersigned at ~~Tampa, Florida~~ on April 4, 2005.



KHALIL KHAWAJA

VIRGINIA
STATE OF ~~FLORIDA~~

COUNTY OF ~~HILLSBOROUGH~~ *Roanoke*

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared KHALIL KHAWAJA known to me to be the person who executed the foregoing Articles of Organization, and he acknowledged before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal in the State and County aforesaid this 4 day of ~~March~~, *April* 2005.

Chad M. Scott

NOTARY PUBLIC

Print Name:

My commission expires:


Chad M. Scott
June 30, 2006

ACCEPTANCE OF REGISTERED AGENT OF KHAWAJA FOODS, LLC

The undersigned accepts such appointment as the Registered Agent of Khawaja Foods, LLC, and agrees to act in such capacity and accepts the obligations proposed by Section 608.415, Florida Statutes.

I FURTHER AGREE TO COMPLY WITH 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.

Executed this 20th day of April, 2005.



KHALDOUN KHALIL KHAWAJA