

**Electronic Articles of Incorporation
For**

N07000010840
FILED
November 07, 2007
Sec. Of State
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FRIENDS OF WATERFRONT MARKET, INC.

The undersigned incorporator, for the purpose of forming a Florida not-for-profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

FRIENDS OF WATERFRONT MARKET, INC.

Article II

The principal place of business address:

201 WILLIAM ST.
KEY WEST, FL. 33040

The mailing address of the corporation is:

P.O. BOX 1117
KEY WEST, FL. 33040

Article III

The specific purpose for which this corporation is organized is:

TO ACQUIRE AND OPERATE WATERFRONT MARKET AS A
NOT-FOR-PROFIT COOPERATIVE GROCERY MARKET WITH A FOCUS ON
COMMUNITY AND SUSTAINABILITY.

Article IV

The manner in which directors are elected or appointed is:

AS PROVIDED FOR IN THE BYLAWS.

Article V

The name and Florida street address of the registered agent is:

JAMES T HENDRICK
317 WHITEHEAD ST.
KEY WEST, FL. 33040

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: JAMES T. HENDRICK

Article VI

The name and address of the incorporator is:

ROBERT CINTRON, JR.
317 WHITEHEAD ST.

KEY WEST, FL 33040

Incorporator Signature: ROBERT CINTRON, JR.

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P, D
RICHARD TALLMADGE
1111 EATON ST.
KEY WEST, FL. 33040

Title: S
ROBERT CINTRON JR.
317 WHITEHEAD ST.
KEY WEST, FL. 33040