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TRANSMITTAL LETTER

FILED
00 MAY -8 AM 10:29
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

400003243184--9
-05/08/00--01124--009
131.25 **87.50

SUBJECT: CARMEN MARKET, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM: NICK N. MANTECON
Name (printed or typed)
7856 N.W. 194th ST.
Address
HIALEAH, FL 33015-6351
City, State & Zip
(305) 829-0309
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

D. BROWN MAY 11 2000

ARTICLES OF INCORPORATION
OF
CARMEN MARKET, INC

FILED
00 MAY -8 AM 10:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME AND ADDRESS

CARMEN MARKET, INC

1186 N.W. 103 ST
Miami, FL 33150.

ARTICLE II DURATION

This Corporation shall have perpetual existence comencing on the date this Articles of Incorporation are filed with the Florida Secretary of State.

ARTICLE III PURPOSE

The Corporation may engage in any activity or business permitted under the laws of United States of America and of the State of Florida.

ARTICLE IV CAPITAL STOCK

This Corporation is authorized to issue 500 shares of One (\$1.00) Dollar par value common stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED AGENT

The name and Street Address of the initial registered agent and Office of this Corporation is:

ASAD Y SHEHADEH

1080 S.W. 4TH Street
Homestead, Fl 33030.

CARMEN MARKET, INC.

ARTICLE VI - INITIAL BOARD OF DIRECTORS AND OFFICERS

This Corporation shall have One (1) Director initially and Two (2) Officers.

The number of Directors may be increased or diminished from time to time by the By-Laws but shall never be less than One(1)

The name and address of the initial Director and Officers of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
ASAD Y. SHEHADEH Director/President/Secretary	1080 S.W. 4TH Street Homestead, FL 33030
YACOUB SHEHADEH Vice-President/ Treasurer	150 N.E. 188TH ST MIAMI, FL 33179

ARTICLE VII - BY-LAWS

The By-Laws of this Corporation may be adopted, altered, amended or repealed by either the Stockholder or Directors.

ARTICLE VIII - INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by Law.

ARTICLE IX - PREEMPTIVE RIGHTS

Every Stockholder, 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 nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE X - INCORPORATOR

The names and the addresses of the persons signing these Articles are:

ASAD SHEHADEH	1080 S.W. 4TH Street Homestead, FL 33030
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CARMEN MARKET, INC.

ARTICLE XI - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 2nd day of May, 2000.

Asad Shehadeh

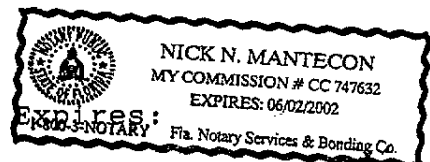
Asad Y. Shehadeh
Incorporator

STATE OF FLORIDA)
)
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledge before me this
2ND day of MAY, 2000 by ASAD SHEHADEH
(personally known to me or who has produced
as identification

Nick Mantecon
NOTARY PUBLIC

My Commission



**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

RECEIVED
00 MAY -8 AM 10:29
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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.

CARMEN MARKET, INC

1. The name of the corporation is: _____

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

ASAD Y. SHEHADEH

(NAME)

1080 S.W. 4TH Street

(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

HOMESTEAD, FL 33030-6814

(CITY/STATE/ZIP)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the 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.

Asad Shehadeh

(SIGNATURE)

MAY 2nd, 2000

(DATE)