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ACCOUNT NO. : 072100000032

REFERENCE : 715406 82724A

AUTHORIZATION :

Patricia Puyet

COST LIMIT : \$ 78.75

ORDER DATE : May 31, 2000

ORDER TIME : 2:41 PM

ORDER NO. : 715406-005

7000003272777--1

CUSTOMER NO: 82724A

CUSTOMER: Michele Wothe, Legal Asst
MORRISON & CONROY
MORRISON & CONROY
3838 Tamiami Trail North
Suite 402
Naples, FL 34103-3507

DOMESTIC FILING

NAME: THE CHEF'S MARKET OF
BONITA SPRINGS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS:

FILED
00 MAY 31 AM 9:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
00 MAY 31 PM 4:03
DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

T BROWN JUN - 1 2000

ARTICLES OF INCORPORATION
OF

THE CHEF'S MARKET OF BONITA SPRINGS, INC.

FILED
00 MAY 31 AM 9:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

THE CHEF'S MARKET OF BONITA SPRINGS, INC.

The address of the principal office of this corporation shall be 28962 Seton Court, Bonita Springs, Florida 34134, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Peter Martin Dir.	28962 Seton Court Bonita Springs, Florida 34134
Reisha Martin Dir.	28962 Seton Court Bonita Springs, Florida 34134

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Peter Martin Pres./Treas.	28962 Seton Court Bonita Springs, Florida 34134
Reisha Martin Vice Pres./Sec.	28962 Seton Court Bonita Springs, Florida 34134

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on May 31, 2000.

CORPORATION SERVICE COMPANY

By: Deborah D Skipper
It's Agent, Deborah D. Skipper

FILED
00 MAY 31 AM 9:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Deborah D Skipper
It's Agent, Deborah D. Skipper

CHS/jkg