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Account Name : FAS-T CORP. AGENTS, INC.
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FLORIDA PROFIT CORPORATION OR P.A.

S. & D. GROCERY CORP.

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Estimated Charge	\$78.75

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 5, 2000

FAS-T

SUBJECT: S. & D. GROCERY CORP.
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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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OF

S. & D. GROCERY CORP.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of incorporation.

ARTICLE I NAME

The name of the corporation shall be: S. & D. GROCERY CORP.

The principal place of business of this corporation shall be: 1080 NW 54 ST. Miami Fla. 33127

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact 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 aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is: 50 SHARES NO PAR VALUE

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

President & Treasurer: SHAHBAZ AHMED 8420 SW 133 Ave. Miami Fl. 33183
ROOM# 203

Vice President & Secretary: ZAINUL MOHAMED 8540 SW 133 Ave. Miami Fl. 33183
MONAWVIL ROOM# 119

ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

SHAHBAZ AHMED	: 8420 SW 133 Ave Miami Fl. 33183 ROOM# 203.	25 SHARES
ZAIUNUL MOHAMED MONAWVIL	: 8540 SW. 133 Ave Miami Fl. 33183 ROOM# 119.	25 SHARES

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this July 5, 2000 day of 5, 2000.

Signature(s) of Incorporator(s)

Zaiunul Mohamed Monawvil
Shahbaz Ahmed

CERTIFICATE OF DESIGNATION
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:

S. & D. GROCERY CORP.

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

SHARBAZ AHMED - 8420 SW 133 ave. ROOM# 203

(P.O. BOX NOT ACCEPTABLE)

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SIGNATURE

Sharbaz Ahmed

TITLE

DATE 7-5-2000

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

M. Ahmed

DATE 7-5-2000