

P000000 92631

7058 HENNEPIN BLVD  
ORLANDO, FL 32818

Bureau of Corporation Records  
Charter Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32301

The enclosed check is for:

Filing Fee	35.00
Registered Agent Designation	35.00
	<u>8.75</u>
	78.75
	Total Due

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-09/28/00--01050--008  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Please return all documents to this office.

Thank you,

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

00 SEP 28 PM 12:11

FILED

E. CHESTER OCT 2 2000

FILED  
00 SEP 28 PM 12:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLES OF INCORPORATION

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act hereby adopt the following articles of incorporation:

### ARTICLE ONE NAME

The name of the corporation is CHOICE FOOD MARKET OF ORLANDO, INC.

### ARTICLE TWO DURATION

This corporation shall commence existence as of the date of execution of these Articles. The term of existence shall be perpetual.

### ARTICLE THREE PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

### ARTICLE FOUR CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is 2500 shares, all of which shall be common shares with par value of \$1.00 per share.

### ARTICLE FIVE PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase his pro rata share of any unissued or treasury shares of the corporation of the same kind, class of series as that which he already holds, and any securities of the corporation convertible into or carrying a right to subscribe to acquire shares of any such unissued or treasury shares at the price at which it is offered to others (without the issuance of fractional shares).

ARTICLE SIX  
RESTRICTION ON TRANSFER OF STOCK

Shares held by the initial shareholders may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholder (s) or to this corporation. The price and terms at which, and the time within which such shares may be offered and resold shall be determined by an affirmative vote of 3/4 of the outstanding shares of this corporation.

ARTICLE SEVEN  
REGISTERED OFFICE

The address of the initial registered office of the corporation is 5220 OLD WINTER GARDEN RD, ORL, FL 32811 and the name of the initial registered agent at such address is WILNER CELESTIN.

ARTICLE EIGHT  
INITIAL STOCK SUBSCRIPTIONS

The initial subscriber to the shares of stock of this corporation and the number of shares to which they have subscribed are as follows:

WILNER CELESTIN    100 SHARES

ARTICLE NINE  
MANAGEMENT

The business of the corporation shall be managed by the stockholders of the corporation rather than by a Board of Directors or Officers.

ARTICLE TEN  
INCORPORATION

The name and address of the incorporator is :

WILNER CELESTIN    7058 HENNEPIN BLVD  
                         ORLANDO, FL 32818

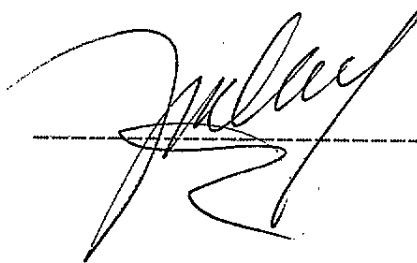
ARTICLE ELEVEN  
AMENDMENTS

The corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto but only by the vote of at least 3/4 of the shareholders.

ARTICLE TWELVE  
PRINCIPAL OFFICE ADDRESS

The mailing address of the principal office is 5220 OLD WINTER GARDEN RD, ORLANDO, FL 32811.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 26 day of September.

A handwritten signature in dark ink, appearing to be "J. M. Lee" or similar, is written over a horizontal line.

STATE OF FLORIDA  
DEPARTMENT OF STATE

CERTIFICATE DESIGNATION PLACE OF BUSINESS OF DOMICILE FOR THE SERVICE  
OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE  
SERVED AND NAMES AND ADDRESSES OF THE OFFICERS AND DIRECTORS.

The following is submitted, in compliance with Chapter 48.091,  
Florida Statutes:

CHOICE FOOD MARKET OF ORLANDO, INC.

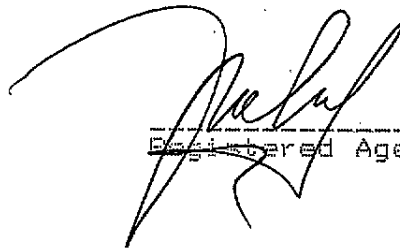
a corporation organizing under the laws of the state of Florida with  
its principal office at 5220 OLD WINTER GARDEN RD, ORL, FL 32811

has named WILNER CELESTIN located at 7058 HENNEPIN BLVD, ORLANDO, FL 32818

as its agent to accept service of process within the State.

ACCEPTANCE

I agree as Registered Agent to accept service of process; to keep an office open during prescribed hours; to post my name ( and any other officer of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by law.



\_\_\_\_\_  
Registered Agent

FILED

00 SEP 28 PM 12:11

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA