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November 2, 2000

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
P O Box 6327
Tallahassee, FL 32134

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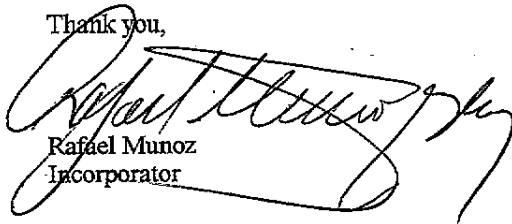
SUBJECT: INGLES INC.

Enclosed is an original and one copy of the Articles of Incorporation and a check for
\$70.00 -- Filing Fee

FROM: Rafael Munoz
15560 SW 104 Terrace Apt 617
Miami, FL 33196
305-979-8508

Enclosed is an additional copy of the Articles of Incorporation, please stamp with the filing date and
return in the enclosed SASE envelope.

Thank you,


Rafael Munoz
Incorporator

R. Munoz

Articles of Incorporation
Ingles Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the corporation shall be: Ingles Inc.
2. The principal place of business and mailing address of the corporation shall is: 15560 SW 104 Terrace, Apt. 617, Miami, FL 33196.
3. The corporation shall have the authority to issue 10,000 shares of stock.
4. The registered agent of the corporation is Rafael Munoz and the registered street address is 15560 SW 104 Terrace, Apt. 617, Miami, FL 33196.
5. The initial Board of Directors shall have 2 members whose names and addresses are as follows:
Rafael Munoz, 15560 SW 104 Terrace Apt. 617, Miami, FL 33196
Belenda Navarro, 1618 Columbia Arms Circle, Apt. 617, Kissimmee, FL 34741

The number of directors may be raised or lowered by amendment of the bylaws of the corporation but shall in no case be less than one.

6. The incorporators of this corporation are Rafael Munoz whose street address is 15560 SW 104 Terrace Apt 617, Miami, FL 33196, and Belenda Navarro, whose street address is 1618 Columbia Arms Circle, Apt. 617, Kissimmee, FL 34741.

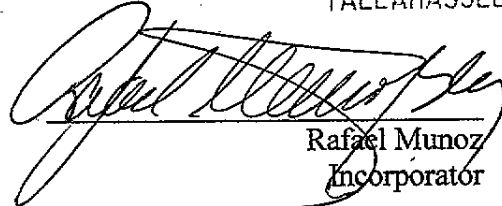
Articles of Incorporation
Ingles Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dated: October 30, 2000



Rafael Munoz
Incorporator



Belenda Navarro
Incorporator

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 am familiar with and accept the obligations of my position as registered agent.

Dated: October 30, 2000



Rafael Munoz
Registered Agent