

TRANSMITTAL LETTER

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

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-01/26/01--01158--002
*****78.75 *****78.75

SOUTHERN B & H INC.
SUBJECT: _____
(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 of Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: BASEM MASWADEH
Name (Printed or typed)

1916 Harriet Dr.
Address

Tallahassee FL 32303
City, State & Zip

(850) 562-9609
Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 JAN 26 PM 2:43

APPROVED
AND
FILED

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

Articles of Incorporation
Of
SOUTHERNB&H, INC.

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby associate themselves to form a corporation under the laws of the State of Florida.

01 JAN 26 PM 2:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

ARTICLE I

The name of this corporation is:
SOUTHERN B&H INC.

ARTICLE II

The general nature of the business to be transacted by this corporation is: that this corporation intends to engage in any activity of business permitted under the laws of the United States and the State of Florida, for example: to engage in the retail business of grocery and oil, and buy and sell any legal products, and to buy and sell all kinds of things including real property and render service to customers and to do all and everything that is necessary and proper for the accomplishment of the objective enumerated above in its certificate of incorporation or necessary or incidental to the benefit and protection of the corporation, and to carry on any lawful business necessary or incidental to the attainment of the objects of the corporation whether or not such business is similar in nature to the objects enumerated in its certificate of incorporation.

ARTICLE III

The maximum number of shares of stock that is corporation is authorized to have outstanding at anyone time is 100 shares at a \$.00 par value.

ARTICLE IV

The amount of capital with which this corporation will begin business is no dollars (\$0.00).

ARTICLE V

This corporation is to exist perpetually, unless otherwise dissolved according to law.

ARTICLE VI

The initial post office address of the principal office of this corporation in the State of Florida is:

P.O. Box 4171

Tallahassee, Florida 32315

This address may be moved from time to time to any other address in the State of Florida.

ARTICLE VII

This corporation shall have (2) directors initially. The number of directors may be increased or decreased from time to time, by the By-LAWS adopted by the Directors but shall never be less than one (1).

ARTICLE VIII

The names and addresses of the initial Directors, Officers and Subscribers of this corporation are:

Hazem Maswadeh
Director/President
Treasurer

1916 Harriet Drive
Tallahassee, Florida 32303

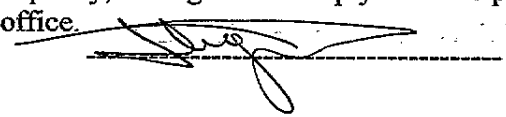
Basem Maswadeh
Director/Secretary
Vice President

1916 Harriet Drive
Tallahassee, Florida 32303

ARTICLE IX

That the officers and directors of this corporation hereby name: Hazem Maswadeh whose address is 1916 Harriet Drive, Tallahassee, Florida 32303 as its Resident Agent to accept service of process within this State of Florida.


ACKNOWLEDGEMENT: Having been named or accept service or process for the above named corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



ARTICLE X

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Directors, proposed by the stockholders and approved at stockholders meeting by the majority of the stock entitled to vote thereon.

Basem Maswadeh / Incorporator
1916 Harriet Drive
Tallahassee, Florida 32303



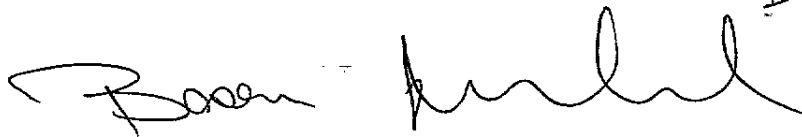
State of Florida)
: SS
County of Leon)

I HEREBY CERTIFY that on this date, before me, a Notary Public, duly authorized in the State and county named above to take acknowledgments, personally appeared Basem Maswadah, known to be the person described as VICE PRESIDENT AND DIRECTOR, and to me well known to be the person described and who executed the forgoing Articles of Incorporation, and he acknowledged before me that he subscribed to this article of Incorporation.

WITNESS by hand and official seal in the county and state named above, this 26 th day of January, 2001
My Commission Expires:

NOTARY PUBLIC, STATE OF FLORIDA

Prepared and Incorporated by Basem Maswadeh



SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 JAN 26 PM 2:43

APPROVED
AND
FILED