

PO1000013262

**Premier Management Company**

*P.O. Box 100803*

*Fort Lauderdale, Florida 33310*

Tel (954) 327-2919 Fax (954) 327-3423

Email: [jmo@eAccountantsMail.com](mailto:jmo@eAccountantsMail.com)

FILED

01 FEB -5 AM 9:08

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

February 3, 2001

200003634022--0  
-02/05/01--01146--003  
\*\*\*\*\*78.50 \*\*\*\*\*78.50

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

RE: Merci Super Market and Restaurant, Inc.

Dear Sir / Madam:

Enclosed are the filing, and the registered agent fees for the above mentioned corporation. If more information, please feel to contact us at the numbers listed above.

Sincerely yours,

Premier Management Company



Jean-Marie Olivier,  
President

Fictitious Name State Registration #: G92366004918

Enclosures: articles

Check for \$78.50

FILED

01 FEB -5 AM 9: 08

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**MERCI SUPER MARKET AND RESTAURANT, INC.**

**ARTICLE I - NAME AND ADDRESS**

The name of the corporation shall be *Merci Super Market and Restaurant, Inc.*, with its place of business at 1315 West Sunrise Boulevard, Fort Lauderdale, Florida 33311.

**ARTICLE II - CORPORATE NATURE**

This corporation is organized pursuant to the Corporations For Profit Law of the State of Florida, set forth under the Florida Business Corporation Act of the Florida Statutes.

**ARTICLE III - PURPOSE**

This corporation shall have and exercise all rights and powers conferred upon corporations under the laws of the State of Florida. This corporation is organized for the purpose of transacting any or lawful business.

**ARTICLE IV**

This corporation shall commence its existence upon receipt of these articles by the Secretary of State. This corporation shall have a perpetual existence.

**ARTICLE V - CAPITAL STOCK**

This corporation is authorized to issue one thousand (1000) shares of Common Stock, each share to have a Par Value of one (\$1.00) dollar. The shares may be issued upon such terms as the Board of Directors may from time to time authorize.

**ARTICLE VI- INCORPORATES AND DIRECTORS**

The corporation shall initially have two (2) directors to hold office until the first annual meeting of stockholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time according to the By-laws. The names and mailing addresses of the incorporators are as follows:

Gaston Fragelus  
1109 N.W. 5<sup>th</sup> Avenue  
Fort Lauderdale, Florida 33311

Edgar Fragelus  
1109 N.W. 5<sup>th</sup> Avenue  
Fort Lauderdale, Florida 33311

**ARTICLE VII - IDENTIFICATION OF REGISTERED AGENT**

The name and address of this corporation's registered agent is as follows:

Premier Management Company  
1437 N.E. 4th Avenue  
Fort Lauderdale, Fl 33311

**ARTICLE VIII - BYLAWS**

Subject to the limitations contained in the By-laws, and any limitations set forth in the Corporations for profit law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, By-Laws of this corporation may be made, altered, rescinded, added to or new By-laws may be adopted, either by a resolution of the board of Directors, or by following the procedure set forth therefore in the By-laws.

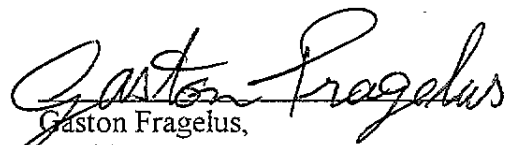
**ARTICLES IX AMENDMENT OF ARTICLES**

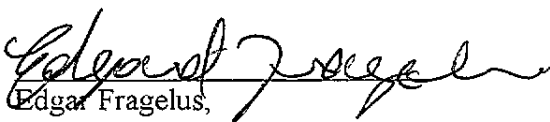
Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors and presented to a quorum of members for their vote. This corporation reserves the right to amend or repeal provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

The undersigned constituting the subscribers of this corporation, for the purpose of forming this corporation for profit under the laws of the State of Florida, have executed these Articles of Incorporation this 31<sup>st</sup> day of January, 2001.

**ACKNOWLEDGMENTS**

Witnessed By:

  
Gaston Fragelus,  
President & Treasurer

  
Edgar Fragelus,  
Vice President & Secretary

STATE OF FLORIDA )

) SS.

COUNTY BROWARD )

BEFORE ME, the undersigned authority, personally appeared: Gaston Froehly, ID# 5624222, who is the person whose name appears on the foregoing document, acknowledged to me that he executed the foregoing document for the purposes and consideration therein expressed.

Gaston Frangelus, ID# F 624-280-47-049-0

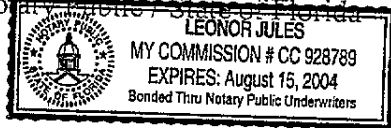
Edgar Fragelus, ID# F624-200-51-045-0

to be known to be the persons who executed the foregoing Articles of Incorporation and they acknowledge to and before me that they executed such instrument.

In Witness Whereof, I have hereunto set my hand seal this 31<sup>st</sup> day of January, 2001.

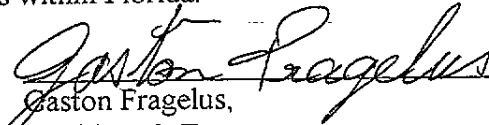
My Commission Expires:

~~Notary Public / State of Florida~~



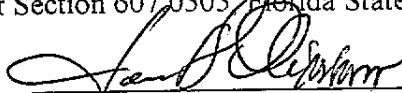
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE  
OF PROCESS WITHIN FLORIDA. NAMING AGENT UPON WHOM PROCESS MAY BE  
SERVED**

In compliance with Section 607.0501, Florida Statutes the following is submitted:  
First, that Merci Super Market and Restaurant, Inc., with its place of business at 1315  
West Sunrise Boulevard, Fort Lauderdale, Florida 33311 has named Premier  
Management Company, located at 1437 N.E. 4th Avenue, Fort Lauderdale, FL 33304 as  
its agent to accept service of process within Florida.

  
Gaston Fragelus,  
President & Treasurer

01-31-2001  
Date

Having been named to accept service of process for the above stated business  
organization, at the place designated in this certificate, I hereby agree to act in the  
capacity, and this agree to comply with the provisions of my duties and responsibilities  
and complete performance of my duties and responsibilities as registered agent, and I  
accept the duties and obligations of Section 607.0505, Florida Statutes.

  
Jean-Marie Olivier, President of  
Premier Management Company  
Registered Agent

01-31-2001  
Date

FILED  
01 FEB -5 AM 9:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA