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TRANSMITTAL LETTER

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

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-08/29/01--01037--013  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: D & N Food, Inc.  
(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: Osama S. Kayali, CPA  
Name (Printed or typed)

1628 N. 56th St. Suite #2  
Address

Tampa, FL 33617  
City, State & Zip

(813) 899-9642  
Daytime Telephone number

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

01 AUG 29 AM 9:48

FILED

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

5/20aw  
8/31/01

**ARTICLES OF INCORPORATION  
OF  
D & N FOOD, INC.**

**FILED**

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit Chapter 607 of the Florida Statutes.

**ARTICLE 1 - NAME**

The name of the Corporation is **D & N FOOD, INC.**, hereinafter referred to as the "Corporation."

**ARTICLE 2 - PURPOSE OF CORPORATION**

The purpose of the Corporation is to transact any and all lawful business for which corporations may be incorporated under the laws of the United State and of the State of Florida, as they may be amended from time to time.

**ARTICLE 3 - PRINCIPAL OFFICE**

The principal office of the Corporation is **4700 Babcock St., N. Unit 38, Palm Bay, Florida 32905**. The Corporation may maintain offices and/or transact business at other locations, either within or without the State of Florida.

**ARTICLE 4 -DURATION**

The duration of the Corporation shall be perpetual.

**ARTICLE 5 - INCORPORATORS**

The name and mailing address of the incorporator is:

Incorporator's Name

Walid Zayed

Incorporator Address

4700 Babcock St., N. Unit 38  
Palm Bay, FL 32905

## **ARTICLE 6 - OFFICERS**

The officers of the corporation shall be:

President:	Khaled M. Jaffal
Vice President:	Walid Zayed
Secretary:	Walid Zayed
Treasurer:	Khaled M. Jaffal

Whose addresses shall be the same as the principal office of the Corporation.

## **ARTICLE 7 - DIRECTORS**

The number of directors constituting the Board of Directors of the Corporation is **Two (2)**: The Directors of the Corporation Shall be:  
Khaled M. Jaffal

Walid Zayed

Whose addresses shall be the same as the principal office of the Corporation.

## **ARTICLE 8 - CORPORATE CAPITALIZATION**

The Corporation is authorized to issue only one class of shares of stock which shall be designated Common Stock. The total number of shares the Corporation shall have authority to issue is **ONE THOUSAND (1,000)** shares, each share to have a par value of **ONE DOLLAR (\$1.00)**.

## **ARTICLE 9 - NO PERSONAL Liability**

The private property of the stockholders shall not be subject to the payment of corporate debts.

## **ARTICLE 10 - REGISTERED OFFICE AND REGISTERED AGENT**

The initial address of registered office of this Corporation is Walid Zayed, located at 4700 Babcock St., N. Unit 38, Palm Bay, FL 32905. The name and address of the registered agent of this Corporation is Walid Zayed , located at 4700 Babcock St., N. Unit 38., Palm Bay, FL 32905.

### **ARTICLE 11 - EFFECTIVE DATE**

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

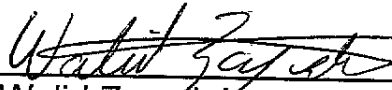
### **ARTICLE 12- AMENDMENT**

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

### **ARTICLE 13 - FISCAL YEAR**

The fiscal year of the Corporation shall be from January 1 to December 31 of each year.

IN WITNESS WHEREOF, I have hereunto set my hand and seal,  
acknowledged and filed the foregoing Articles of Incorporation under the  
laws of the State of Florida, on this 23<sup>rd</sup> day of August,  
2001.

  
Walid Zayed, Incorporator

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED**  
**IN ARTICLES OF INCORPORATION**

Having been named a 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 I am  
familiar with and accept the obligation of my position as registered agent.

  
Walid Zayed

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