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**Florida Department of State
Division of Corporations
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From:
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

super-value market, inc.

Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATION
OF
SUPER-VALUE MARKET, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Article of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: Super-Value Market, Inc. The principle place of business of this corporation shall be: 163 NW 14th Street, Miami, Florida 33136.

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is:

100 Shares
at
\$1.00 par share

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

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ARTICLE V OFFICERS AND DIRECTORS

The name(s) and street address(es) of the initial officer(s), who shall hold office the first year of the corporation's existence or until their successor(s) is (are) elected, is (are):

Khalid M. Badawi
President / Treasurer
Vice-President / Secretary
163 NW 14th Street
Miami, Florida 33136

ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the Incorporator(s) to these articles of incorporation is (are):

Khalid M. Badawi
163 NW 14th Street
Miami, Florida 33136

IN WITNESS WHEREOF, the undersigned incorporator(s) has (have) executed these Articles of Incorporation this 18th, day of April, 2002.



Khalid M. Badawi

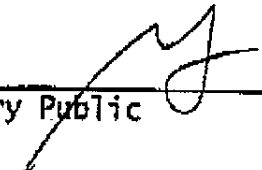
STATE OF FLORIDA)

COUNTY OF DADE)

THE FOREGOING instrument was acknowledged and sworn to before me this 18th, day of April, 2002 by Roger Carlsroff Miami, Florida.

() Personally known by me
(x) Produced Flo. Driver License

My commission expires:

Notary Public
Seal: 

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CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organization under the Laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida,

1. The name of the corporation is: Super-Value Market, Inc.
2. The name and address of the registered agent and office is:


Khalid M. Badawi
163 NW 14th Street
Miami, Florida 33136


Khalid M. Badawi
163 NW 14th Street
Miami, Florida 33136

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HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISION OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

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Signature of Khalid M. Badawi
Date: 4-18-02