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JOHN C. GESCH

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July 22, 2002

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*****78.75 *****78.75

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

Attn: New Filings Section

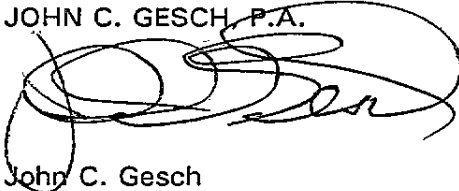
Re: **CROSSROADS MARKET & DELI, INC.**

Dear Sir/Madam:

Enclosed herein for filing please find the original and one copy of Articles of Incorporation together with Designation of Registered Agent for the above-referenced corporation. I am also enclosing my check #8649 in the amount of \$78.75 in payment of filing fees, designation of registered agent and one certified copy of Articles.

Sincerely,

JOHN C. GESCH, P.A.



John C. Gesch

JCG:lag

Enclosures

cc: Crossroads Market & Deli, Inc.

FILED
02 JUL 24 AM 8:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
CROSSROADS MARKET & DELI, INC.

FILED
02 JUL 24 AM 8:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I. NAME

The name of this corporation is **CROSSROADS MARKET & DELI, INC.**

ARTICLE II. NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is: the corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 600 shares of one dollar (\$1.00) par value common stock.

ARTICLE IV. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V. ADDRESS

The initial post office address of the principal office of this corporation is 10800 North Military Trail, Suite 120, Palm Beach Gardens, Florida 33410.

ARTICLE VI. SUBSCRIBERS

The names and addresses of the subscribers are as follows:

| <u>NAME</u> | <u>ADDRESS</u> |
|--------------------|--|
| OMAR SHIHADDEH | 18250 Blue Lake Way Boca Raton, Florida 33498 |
| OMAR ATWAY | 9 Uno Lago Drive Juno Beach, Florida 33408 |
| QUTAYBAH SHIHADDEH | 6879 Tiburon Circle Boca Raton, Florida 33433 |

The number of shares of stock they agree to take and the value of the consideration therefor is:

| <u>NAME</u> | <u>SHARES</u> | <u>CONSIDERATION</u> |
|--|---------------|----------------------|
| OMAR SHIHADDEH 18250 Blue Lake Way Boca Raton, Florida 33498 | 200 | \$200.00 |
| OMAR ATWAY 9 Uno Lago Drive Juno Beach, Florida 33408 | 200 | \$200.00 |
| QUTAYBAH SHIHADDEH 6879 Tiburon Circle Boca Raton, Florida 33433 | 200 | \$200.00 |

ARTICLE VII. DIRECTORS

Section 1. The business affairs of this corporation shall be managed by the Board of Directors. This corporation shall have three (3) directors initially. The number of directors may be increased or decreased from time to time by the by-laws, but shall never be less than one (1).

Section 2. The names and addresses of the initial directors of this corporation are:

| <u>NAME</u> | <u>ADDRESS</u> |
|----------------|--|
| OMAR SHIHADDEH | 18250 Blue Lake Way Boca Raton, Florida 33498 |

OMAR ATWAY

9 Uno Lago Drive
Juno Beach, Florida 33408

QUTAYBAH SHIHADDEH

6879 Tiburon Circle
Boca Raton, Florida 33433

ARTICLE VIII. OFFICERS

Section 1. The officers of the corporation shall be a President, any number of Vice-Presidents, a Secretary-Treasurer, and such other officers as may be provided by the by-laws.

Section 2. The names of the persons who are to serve as officers of the corporation until the first meeting of the Board of Directors are:

President

OMAR SHIHADDEH
18250 Blue Lake Way
Boca Raton, Florida 33498

Vice President

OMAR ATWAY
9 Uno Lago Drive
Juno Beach, Florida 33408

Secretary-Treasurer

QUTAYBAH SHIHADDEH
6879 Tiburon Circle
Boca Raton, Florida 33433

Section 3. The officers shall be elected at the annual meeting of the Board of Directors or as provided by the by-laws.

ARTICLE IX. BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the shareholders entitled to vote.

ARTICLE X. AMENDMENTS


Section 1. These Articles of Incorporation may be amended at a special meeting of the

shareholders called for that purpose by a majority vote of those persons entitled to vote thereon.

Section 2. Amendments may also be made at a regular meeting of the shareholders upon notice given, as provided by the by-laws of intention to submit such amendments.

IN WITNESS WHEREOF, we, the undersigned subscribing incorporators, have hereunto set our hands and seals this 22 day of July, 2002, for the purpose of forming this corporation under the laws of the State of Florida.

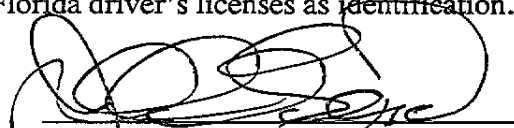

OMAR SHIHADDEH



OMAR ATWAY


QUTAYBAH SHIHADDEH

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 22 day of July, 2002, by OMAR SHIHADDEH, who is personally know to me, and by OMAR ATWAY and QUTAYBAH SHIHADDEH, who produced their valid Florida driver's licenses as identification.


Notary Public, State of Florida

 John C. Gesch
Commission # DD078068
Expires Jan. 22, 2006
Bonded Thru
Atlantic Bonding Co., Inc.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act.

FIRST: That **CROSSROADS MARKET & DELI, INC.**, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in the City of Royal Palm Beach, County of Palm Beach, State of Florida, has named **OMAR SHIHADDEH**, located at 18250 Blue Lake Way, Boca Raton, Florida 33498, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated 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.


OMAR SHIHADDEH

02 JUL 24 AM 8:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED