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Florida Department of State
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To: Division of Corporations
Fax Number : (850) 205-0381

From: Account Name : EMPIRE CORPORATE KIT COMPANY
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FLORIDA DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

2002 OCT - 8 AM 7:52

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FLORIDA PROFIT CORPORATION OR P.A.

boca farms, inc.

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ARTICLES OF INCORPORATION

OF

BOCA FARMS, INC.

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DEPT. OF STATE
TALLAHASSEE FLORIDA

THE UNDERSIGNED, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be: BOCA FARMS, INC.

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall perpetual existence.

ARTICLE III

The corporation may transact any and all lawful business for which corporations may be incorporated under the Laws of the State Of Florida. The specific nature of this business is convenience store.

ARTICLE IV

The aggregate number of shares which this corporation shall have authority to issue is the total sum of 100 shares, having an individual par value of \$100.00

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE V

The principal place of business of the Corporation shall be: 3556 S.W. 173 WAY, MIRAMAR, FLORIDA 33029.

SHARON L THIBAUT
5740 HOLLYWOOD BLVD STE 202
HOLLYWOOD, FL 33021

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ARTICLE VI
PRE - EMPTIVE RIGHTS

The shareholders shall have Pre-Emptive Rights.

ARTICLE VII

The initial Board of Directors and Officers shall consist of a total of one person and the name and address of this person who is to serve as initial director and officer is:

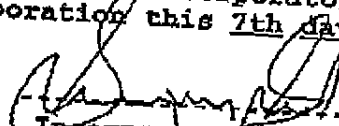
DIRECTOR AND PRESIDENT:
SANJAY SOOD
3556 S.W. 173rd Way
MIRAMAR, FLORIDA 33029

ARTICLE VIII

The name and address of the incorporator executing these Articles of Incorporation is:

SANJAY SOOD
3556 S.W. 173rd Way
MIRAMAR, FLORIDA 33029


IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 7th day of October 2002.

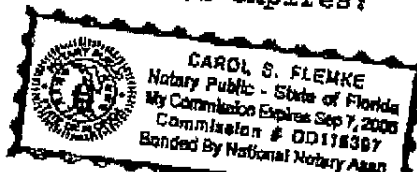

Incorporator

STATE OF FLORIDA:
COUNTY OF BROWARD:

On this 7th day of October, 2002, before me, an Officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared SANJAY SOOD known to me the person whose name is subscribed, to the within instrument, and acknowledged that he executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand official seal,


NOTARY PUBLIC
STATE OF FLORIDA AT LARGE
My Commission expires:



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

IN pursuance of Chapter 607.34 Florida Statutes, the
following is submitted, in compliance with said Act;

First-That BOCA FARMS, INC. desiring to organize under the laws
of the State of Florida with its principal office, as indicated
in the articles of incorporation at the city of MIRAMAR county of
BROWARD of FLORIDA, has named SANJAY SOOD located at 3556 S.W.
173rd WAY, MIRAMAR, FLORIDA 33029 its agent to accept service of
process within this state.

ACKNOWLEDGEMENT:

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

By

SANJAY SOOD

CLERK OF STATE
TALLAHASSEE FLORIDA

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