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TRANSMITTAL LETTER

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Enclosed is an original and one(1) copy of the articles of incorporation and a check for:				
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NOTE: Please provide the original and one copy of the articles.

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SECRLIGHT OF STATE TALLAHASSEE, FLORIDA

GOOD NEIGHBOR FOOD MART, INC.

ARTICLES OF INCORPORATION

ARTICLE I

The name of this business shall be Good Neighbor Food Mart, Inc., and shall exist as a "for profit" corporation.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 2127 Fairfax Street, Jacksonville, Florida, 32209.

ARTICLE III PURPOSE

SECTION 1: The purpose of the Corporation is as follows:

- A. To redevelop a neighborhood convenience store that will serve the daily needs of the contiguous community.
- B. To "seed" the targeted area by restoring this neighborhood through social and economic revitalization initiatives.
- C. To reduce the number of condemned and abandoned buildings within this community that serves as havens for criminal activity and to restore community pride among residents.

ARTICLE IV SHARES

This Corporation is authorized to have ten thousand (10,000) shares of stock.

ARTICLE V INITIAL OFFICERS/DIRECTORS

SECTION 1: The names and addresses of the Members of the Board of Directors are listed as follows:

Name:

George W. Washington, III

Title:

Chairman/CEO

Address:

2124 Fairfax Street, Jacksonville, Florida, 32209

Name:

Donovan D. Washington

Títle:

Vice-chairman

Address:

3052 Donna Drive, Jacksonville, Florida, 32208

Name:

Chelsey Bailey-Washington

Title:

Treasurer/CFO

Address:

2124 Fairfax Street, Jacksonville, Florida, 32209

Name:

Roderick L. Pearson

Title:

Secretary

Address:

3128 Green Arbor Place, Jacksonville, Florida, 32277

ARTICLE VI **REGISTERED AGENT**

<u>SECTION 1</u>: The registered agent of this corporation is:

Registered Agent: George W. Washington, III, 2124 Fairfax Street, Jacksonville, Florida, 32209.

ARTICLE VII INCORPORATOR

Incorporator: George W. Washington, III

Address:

2124 Fairfax Street, Jacksonville, Florida, 32209

ARTICLE VIII LIMITED LIABILITY CORPORATION (LLC)

The applicable laws under Sub-chapter S Corporation Status shall govern all liability matters of this Corporation.

ARTICLE IX EFFECTIVE DATE

The effective date of the Articles of Incorporation shall be December 1, 2003.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Signature/Registered Agent

Date

Date