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Luis Leon
6550 - 102nd Ave. NORTH SUITE 3
Pinellas Park, Florida 33782

FLORIDA DEPARTMENT OF STATE
Division of Corporations
P.O.Box 6327
Tallahassee, Florida 32301
Attention: Sandra B. Mortham, Director

Dear Ms. Mortham,

Enclosed are the completed Articles of Incorporation for:

L - LION FOOD MANAGEMENT INC.

together with my check in the amount of $75.00 covering the required filing fees. Please file said Articles.

Sincerely,

Luis Leon

X Luis Leon

ARTICLES OF INCORPORATION
OF

I, the undersigned, hereby organize for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of immunities and liabilities of Corporations for profit.

ARTICLE I – NAME

The name of the Corporation shall be:

L - LION FOOD MANAGEMENT INC.

ARTICLE II – DURATION

This corporation shall exist perpetually, commencing on the date of execution and acknowledgement of these Articles.

ARTICLE III – PURPOSE

The Corporation may engage in any activity or business under the laws of the United States and the State of Florida's General Corporation Act.

ARTICLE IV – CAPITAL STOCK

This Corporation is authorized to issure 7,000 shares of $1.00 par value common stock, which should be designated "Common Stock".

ARTICLE V – CAPITAL

The amount of capital with which the Corporation will Begin business shall be $100.00

ARTICLE VI – INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is:

6550 - 102nd Ave. NORTH, SUITE 3
Pinellas Park, Florida 33782

The name of the initial registered agent of this Corporation at that address is:

Luis Leon

This Corporation shall have one director initially. The number of directors may be increased or diminished from time to time by a majority vote of the stockholders, but it shall never be less than one.

ARTICLE VIII

The names and street addresses of the members of the first Board of Directors are as follows:

Luis Leon
6550 - 102nd Ave. NORTH, SUITE 3
Pinellas Park, Florida 33782

ARTICLE IX – INCORPORATORS

The names and addresses of the initial subscribers signing
these Articles are as follows:

Luis Leon
6550 - 102nd Ave. NORTH, SUITE 3
Pinellas Park, Florida 33782

ARTICLE X – BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and Shareholders.

ARTICLE XI – RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this Corporation shall be issued initially to the following persons in the amounts set opposite their names:

Luis Leon - 1000 Shares

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this Corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be futher specified by written agreement among all of the shareholders and this Corporation.

ARTICLE XII – ADOPTION OF BYLAWS

A special meeting of the subscribers or their assigns shall be held, upon the call of the president, for the purpose of completing the organization of the Corporation and the Adoption of the Bylaws and the transaction of such other business as may come before the meeting.

ARTICLE XIII – AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder Is subject to this reservation.

ARTICLE XIV – TERMS OF ISSUING STOCK

Stock to be issued pursuant to these Articles of Incorporation shall be issued under the terms, provisions and conditions of Section 1244 of the Internal Revenue Code.

IN WITNESS WHEREOF, we have hereunto subscribed our names and affixed our seals to these Articles of Incorporation,

On this 17 day of November 2003

____

____

STATE OF FLORIDA

County of : Pinellas

BEFORE ME, the undersigned authority, personally appeared,

Luis Leon

who, being first duly sworn, deposes and says that he is the individual described in and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed same for the purpose therein expressed.

WITNESS my hand and Official Seal in the above named County and State

this 17 day of November, 2003.

Notary Public, State of Florida

[illegible]
Notary Public - State of Florida
My Commission Expires Aug 11, 2007
Commission # DD221677
Bonded By National Notary Assn.

My Commission Expires: 8-11-07.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICLE FOR THE SERVICES OF PROCESS WITHIN THIS STATE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the Following is submitted.

L - LION FOOD MANAGEMENT INC.

Desiring to organize under the laws of the State of Florida with it's principal office as indicated in the Articles of Incorporation at:

6550 - 102nd Ave. NORTH, SUITE 3
Pinellas Park, Florida 33782

County of Pinellas, State of Florida, has named

Luis Leon

at that address, as it's agent to accept service of processs within this State.

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
03 NOV 20 PM 5: 34

ACKNOWLEDGEMENT:

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