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Effective Date
6/1/04

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
04 APR 29 AM 8:36

SAMEER RIFAIE
9019 60 TH STREET N
PINELLAS PARK , FL 33782

MONDAY APRIL 26,2004

Division of Coporations
Florida Department of State
Post office Box 6327
Tallahassee , Florida 32314

Re : S & R food stores inc.

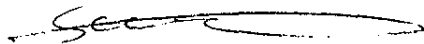
Dear Reader :

Enclosed for filing , please find the original articles of incorporation of S & R food stores inc.
with acceptance of registered agent affixed and a check for seventy dollars (\$70.00)

Thank you for your courtesies in this matter ,

Yours very truly ,

SAMEER RIFAIE



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DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION

OF

S & R FOOD STORES INC

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE 1

Name of the corporation

The name of the Corporation (" Corporation") is

S & R FOOD STORES INC

ARTICLE 2

Existence of the Corporation

The existence of the Corporation shall begin on JUNE 1 , 2004

ARTICLE 3

The street address of the principal office of the Corporation is

**9019 60 TH STREET N
PINELLAS PARK , FL 33782**

ARTICLE 4

The maximum number of shares this Corporation is authorized to issue is one thousand (1000) , par value \$ 1.00 per share , all of which shall be Common shares. All Common shares shall be identical with each other in every respect and the holders of Common shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote. The shares to be split equally as follow :

Share Holder	# of Shares
SAMEER RIFAIE	500 shares
RACHID BOUSSI	500 shares

ARTICLE 5

The initial street address of the Corporation's registered office is

**9019 60 TH STREET N
PINELLAS PARK , FL 33782**

The initial registered agent for the Corporation at that address is

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**SAMEER RIFAIE
RACHID BOUSSIK
ARTICLE 5**

INITIAL OFFICERS / DIRECTORS

The name :	address	title(s)
SAMEER RIFAIE	11313 GRANDVILLE DR TAMPA FL 33617	P, S
RACHID BOUSSIK	5231 59 TH CIRCULE WEST # A 7VP,T KENNETH CITY FL , 33709	

ARTICLE 6

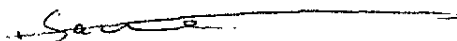
The name and street addresses of the persons signing these articles of incorporation are :

The name :	address
SAMEER RIFAIE	11313 GRANDVILLE DR TAMPA FL 33617

ARTICLE 7

The Corporation shall indemnify its directors , officers , employees , and agents to the fullest extent peritted by law .

IN WITNESS WHEREOF , the undersigned incorporator has executed these articles of incorporation .



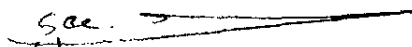
SAMEER RIFAIE

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for S & R food stores inc. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S.607.0501(3)

Date : 4-26-04

SAMEER RIFAIE



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