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RECEIVED  
04 MAY -4 AM 10:54  
DIVISION OF CORPORATION

FILED  
2004 MAY -4 A 8:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

OFFICE USE ONLY(DOCUMENT #)

**LAZARUS CORPORATE FILING SERVICE**

**3320 S.W. 87 AVENUE**

**MIAMI, FLORIDA (305)552-5973**

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**CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):**

1. POPULAR MINI MARKET INC.  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

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| NEW FILINGS                         |                   |
|-------------------------------------|-------------------|
| <input checked="" type="checkbox"/> | Profit            |
| <input type="checkbox"/>            | NonProfit         |
| <input type="checkbox"/>            | Limited Liability |
| <input type="checkbox"/>            | Domestication     |
| <input type="checkbox"/>            | Other             |

| AMENDMENTS               |                                       |
|--------------------------|---------------------------------------|
| <input type="checkbox"/> | Amendment                             |
| <input type="checkbox"/> | Resignation of R.A., Officer/Director |
| <input type="checkbox"/> | Change of Registered Agent            |
| <input type="checkbox"/> | Dissolution/Withdrawal                |
| <input type="checkbox"/> | Merger                                |

| OTHER FILINGS            |                  |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report    |
| <input type="checkbox"/> | Fictitious Name  |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/<br>QUALIFICATION |                     |
|--------------------------------|---------------------|
| <input type="checkbox"/>       | Foreign             |
| <input type="checkbox"/>       | Limited Partnership |
| <input type="checkbox"/>       | Reinstatement       |
| <input type="checkbox"/>       | Trademark           |
| <input type="checkbox"/>       | Other               |

Examiner's Initials

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2004 MAY -4 A 8:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
POPULAR MINI MARKET INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the Corporation is:

POPULAR MINI MARKET INC.

ARTICLE II

The purpose for which the Corporation is organized is to engage in any activities or business permitted under the laws of the United States and Florida.

ARTICLE III

The aggregate number of shares that the Corporation shall have the authority to issue is SEVEN THOUSAND (7,000) shares of Capital Stock, all of one class, with a par value of One Dollar (\$1.00) per share.

ARTICLE IV

The period of duration of the Corporation is perpetual.

ARTICLE V

The amount of capital with which the Corporation shall begin business is not less than SIX HUNDRED DOLLARS (\$600.00).

ARTICLE VI

The address of the initial Principal Office of the Corporation is: 1150 N.W. 72nd Avenue Suite 555, Miami, Fl. 33126

**ARTICLE VII**

The number of directors constituting the initial Board of Directors of the Corporation are:

**RAFAEL ESTEVEZ**                      **1150 N.W. 72nd Avenue Suite 555**  
   **Miami, Fl 33126.**

**ARTICLE VIII**

The name and address of the initial subscriber and Registered Agent of the corporation is:

**RAFAEL ESTEVEZ**                      **1150 N.W. 72nd Avenue Suite 555**  
   **Miami, Fl. 33126**

**ARTICLE IX**

The following persons shall be the officers of this Corporation for the first year of its existence or until their successors are elected and have qualified:

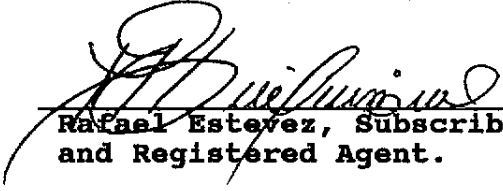
**RAFAEL ESTEVEZ**                      **Director, President**  
   **Treasurer and Secretary**

**ARTICLE X**

Shareholders shall not be entitled to preemptive rights.

IN WITNESS WHEREOF, I the undersigned, have made, subscribed and acknowledged this Article of Incorporation, this 3rd day of May, 2004.

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties and I am familiar with and accept the obligations of my position as registered agent.

  
Rafael Estevez, Subscriber  
and Registered Agent.

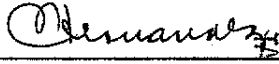
STATE OF FLORIDA

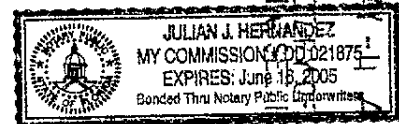
COUNTY OF MIAMI DADE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and County aforesaid to take acknowledgements, personally appeared **Rafael Estevez, subscriber and Registered Agent**, to me known to be the person described in or who (have) (has) produced Florida Drivers License as identification and who executed the foregoing document and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State aforesaid this 3rd day of May, 2004.

My commission expires:

  
NOTARY PUBLIC, State of Florida



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8:35  
STATE OF FLORIDA  
MIAMI DADE COUNTY