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From:

Account Name : FAS-T CORP. AGENTS, INC.

Account Number: 071001002335 : (305)599-0839

: (305)716-0346 Fax Number

FLORIDA PROFIT CORPORATION OR P.A.

BASIA'S FOOD MART, INC.

Certificate of Status	0
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ARTICLES OF INCORPORATION

OF

BASLA'S FOOD MART, INC.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being natural persons, do hereby act as incorporators in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLEI

The name of the corporation ("Corporation") is Basia's Food Mart, Inc.

ARTICLE II

The existence of the corporation shall begin on July 6, 2004.

ARTICLE III

The street address of the principal office of the Corporation is 1334 El Jobean Road, Port Charlotte, Florida 33948.

ARTICLE IV

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

ARTICLE V

The initial street address of the Corporation's registered office is 1334 El Johcan Road, Port Charlotte, Florida 33948. The initial registered agent for the Corporation at that address is Barbara Kaweisza.

ARTICLE VI

The initial board of directors shall consist of three members. The names and addresses of

the persons who will serve on the initial board of directors are:

NAME	ADDRESS
Alina Kawejsza	2829 Cabaret Street Port Charlotte, Florida 33948
Zdzisław Kawejsza	2829 Cabaret Street Port Charlotte, Florida 33948
Barbara Kawejsza	5064 Delight Avenue North Port, Florida 34288

ARTICLE VII

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

Alina Kawejsza	2829 Cabaret Street Port Charlotte, Florida 33948
Zdzislaw Kawejsza	2829 Cabaret Street Port Charlotte, Florida 33948
Darborn Vormina	5064 Dalight Avenue

ARTICLE VIII

North Port, Florida 34288

The corporation shall indomnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 200 day of July, 2004.

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ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Basia's Food Mart, 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).

BARBARA KAWEJSZA

Date: July 2, 2004.