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Florida Department of State  
Division of Corporations  
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To: Division of Corporations  
Fax Number : (850) 205-0381

From: Account Name : FAS-T CORP. AGENTS, INC.  
Account Number : 071001002336  
Phone : (305) 599-0839  
Fax Number : (305) 716-0346

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ALLAHASSEE FLORIDA

## FLORIDA PROFIT CORPORATION OR P.A.

## D. PASQUALE'S, INC.

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## FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

2004 DEC 22 AM 10:20

TALLAHASSEE FLORIDA

December 22, 2004

FAS-T CORP. AGENTS, INC.

SUBJECT: D. PASQUALE'S, INC.  
REF: W04000046587

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

→ The registered agent must have a Florida street address. A post office box, personal mail box (PMB), or mail drop-box address is not acceptable.

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An effective date may be added to the Articles of Incorporation if a 2005 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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Tim Burch  
Document Specialist  
New Filings SectionFAX Aud. #: H04000250226  
Letter Number: 504A00070954

ARTICLE OF INCORPORATION  
OF

D. Pasquale's, Inc

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CLERK OF STATE  
TALLAHASSEE FLORIDA

THE UNDERSIGNED, FOR THE PURPOSE OF FORMING A CORPORATION  
UNDER THE FLORIDA GENERAL CORPORATION ACT, DO HEREBY  
ADOPT THE FOLLOWING ARTICLES OF INCORPORATION:

ARTICLE ONE

**THE NAME OF THE CORPORATION:** D. Pasquale's, Inc.

ARTICLE TWO

THE DURATION OF THE CORPORATION IS PERPETUAL

ARTICLE THREE

THE GENERAL PURPOSE FOR WHICH THE CORPORATION IS ORGANIZED IS:

1. TO ENGAGE IN THE BUSINESS OF ANY AND ALL LAWFUL BUSINESS  
CONNECTED WITH *Consumer Supermarkets*

2. TO TRANSACT ANY OTHER LAWFUL BUSINESS FOR WHICH  
CORPORATIONS MAY BE INCORPORATED UNDER THE FLORIDA GENERAL  
CORPORATION ACT, AND ENGAGE IN ANY OTHER TRADE OR BUSINESS  
WHICH CAN, BE ADVANTAGEOUSLY CARRIED ON IN CONNECTION WITH  
OR AUXILIARY TO THE FOREGOING BUSINESS.

3. TO DO SUCH THINGS AS ARE INCIDENTAL TO THE FOREGOING OR  
NECESSARY OR DESIRABLE IN ORDER TO ACCOMPLISH THE FOREGOING.

ARTICLE FOUR

THE AGGREGATE NUMBER OF SHARES WHICH THE CORPORATION IS  
AUTHORISED TO ISSUE IS 1000 SHARES. SUCH SHARES SHALL BE OF A  
SINGLE CLASS, AND SHALL HAVE A PAR VALUE OF \$1.00

ARTICLE FIVE

THE STREET ADDRESS OF THE INITIAL REGISTERED AND PRINCIPAL OFFICE  
OF THE CORPORATION IS: 407 Lincoln Road, Miami Beach, Florida 33139 AND  
THE NAME OF ITS INITIAL REGISTERED AGENT AT SUCH ADDRESS IS:  
Marianna Calabrese

ARTICLE SIX

THE NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS OF THE CORPORATION IS four (4) THE NAME AND ADDRESS OF EACH PERSON WHO IS TO SERVE AS A MEMBER OF THE INITIAL BOARD OF DIRECTORS:

**PRESIDENT:** Marianna Calabrese 7103 Windalier Dr. Cornelius, NC. 28031

**SECRETARY:** Pasquale Mira 7103 Windalier Dr. Cornelius, NC. 28031


**TREASURER:** David Calabrese 7103 Windalier Dr. Cornelius, NC. 28031

**VICE PRESIDENT:** Angela Mira 7103 Windalier Dr. Cornelius, NC. 28031

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ARTICLE SEVEN

THE NAME AND ADDRESS OF THE INCORPORATOR IS AS FOLLOWS:  
Marianna Calabrese 7103 Windalier Dr. Cornelius, NC. 28031.  
IS OF, THE UNDERSIGNED HAS MADE AND SUBSCRIBED THESE ARTICLES  
OF INCORPORATION AT DADE COUNTY, FLORIDA THIS 1 DAY OF November  
2004.

  
\_\_\_\_\_  
INCORPORATOR  
Marianna Calabrese

STATE OF FLORIDA

BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE  
ACKNOWLEDGEMENTS IN THE STATE AND COUNTY SET FORTH ABOVE,  
PERSONALLY APPEARED Marianna Calabrese KNOWN TO BE AND KNOWN BY  
ME TO BE THE PERSON WHO EXECUTED THE FOREGOING ARTICLES OF  
INCORPORATION, AND HE/SHE ACKNOWLEDGED BEFORE ME THAT HE/SHE  
EXECUTED THOSE ARTICLES OF INCORPORATION. *IN WITNESS*  
*WHEREOF, I HAVE SET HAND SEAL IN THE STATE AND COUNTY ABOVE, ON 1*  
*DAY OF November 2004.*

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NOTARY PUBLIC  
STATE OF FLORIDA  
COMMISSION EXPIRES

ALLAHASSEE FLORIDA

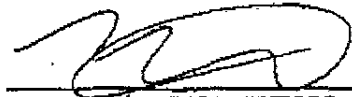
ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE NAMED CORPORATION, AT THE PLACE DESIGNATED IN THESE ARTICLES, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER PERFORMANCE OF MY DUTIES.

  
REGISTERED AGENT  
Marianna Calabrese

STATE OF FLORIDA

BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE ACKNOWLEDGEMENT IN THE STATE AND COUNTY SET FORTH ABOVE, PERSONALLY APPEARED Marianna Calabrese KNOWN TO BE AND KNOWN BY ME TO EXECUTE THE FOREGOING ACCEPTANCE BY REGISTERED AGENT, AND HE ACKNOWLEDGED BEFORE ME THAT HE EXECUTED THAT ACCEPTANCE ON 1 DAY OF November 2004.

  
NOTARY PUBLIC  
STATE OF FLORIDA  
COMMISSION EXPIRES

100%

Pagquale 20%. 30

Angey 20%. 25

MARIANNA 20%. 20

David Calabrese 20%. 25

