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## LAZARUS CORPORATE FILING SERVICE

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Annual Report Fictitious Name	Foreign Limited Partnership Reinstatement Trademark Other
	Examiner's Initials

#### ARTICLES OF INCORPORATION

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OF

#### A & P INTERINVESTMENTS CORP.

#### Article I - Name

The name of this corporation is A & P INTERINVESTMENTS CORP.

#### **Article II - Purpose**

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of Florida.

#### Article III - Capital Stock

This corporation is authorized to issue FIVE hundred (500) shares of ONE and No/100 (\$ 1.00) DOLLAR par value common stock.

#### **Article IV - Preemptive Rights**

Every shareholder, upon the sale for cash of any new common stock of this Corporation shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### Article V - Initial Registered Office

The street address of the initial registered office and principal office of this corporation is: 10765 N.W. 70 ST. MIAMI, FL. 33178.

#### Article VI - Initial Board of Directors

This corporation shall have 4 director(s) initially. The number of directors may be either increased of diminished from time to time by the By-Laws, but shall never be less than one (1). The initial director(s) of this corporation is (are):

NAME	ADDRESS
FRANCISCO PINILLA	10765 N.W. 70 ST. MIAMI, FL. 33178.
GERALDINA ANDRADE	10765 N.W. 70 ST. MIAMI, FL. 33178.
GERALDO ANDRADE	10765 N.W. 70 ST. MIAMI, FL. 33178.
HAYDEE PACHADO	10765 N.W. 70 ST. MIAMI, FL. 33178.

#### Article VII - Initial Officers

The name and street addresses of the initial officers of this corporation are:

Name FRANCISCO PINILLA	Title PRESIDENT	Address 10765 N.W. 70 ST. MIAMI, FL. 33178.
GERALDINA ANDRADE	SEC./TREAS.	10765 N.W. 70 ST. MIAMI, FL. 33178.
GERALDO ANDRADE	VICE PRESIDENT	10765 N.W. 70 ST. MIAMI, FL. 33178.
HAYDEE PACHADO	VICE PRESIDENT	10765 N.W. 70 ST. MIAMI, FL. 33178.

#### Article VIII - Incorporator

The name and address of the person signing these articles is: FRANCISCO PINILLA 10765 N.W. 70 ST. MIAMI, FL. 33178.

#### Article IX - Indemnification

The corporation shall indemnify any officer or director or any former officer of director to the full extent permitted by law.

#### Article X - By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and in the shareholders.

IN WITNESS THEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 20TH DAY OF APRIL, 2005.

FRANCISCO RI

### CERTIFICATE OF DESIGNATING THE ADDRESS AND AN AGENT UPON WHOM PROCESS MAY BE SERVED

#### WITNESSETH:

That A & P INTERINVESTMENTS CORP. desiring to organize under the laws of the State of Florida, which will have its principal office in the State of Florida, County of Miami-Dade, has named GERALDINA ANDRADE as its agent to accept service of process within this state.

#### ACKNOWLEDGMENT:

Having been named by the first Board of Directors of A & P INTERINVESTMENTS CORP. to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in the capacity of Registered Agent for said corporation, and agree to comply with the applicable provisions of the Florida Statutes, this 20TH DAY OF APRIL, 2005.

FRANCISCO PINILLA