

**Electronic Articles of Incorporation
For**

P08000075676
FILED
August 13, 2008
Sec. Of State
clewis

WHITNEY'S FRESH MARKET, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

WHITNEY'S FRESH MARKET, INC.

Article II

The principal place of business address:

13314 US 19
HUDSON, FL. US 34667

The mailing address of the corporation is:

13326 US 19
HUDSON, FL. US 34667

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1000

Article V

The name and Florida street address of the registered agent is:

ALFRED W TORRENCE JR
6709 RIDGE ROAD
SUITE 106
PORT RICHEY, FL. 34668

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: ALFRED W. TORRENCE, JR.

Article VI

The name and address of the incorporator is:

ALFRED W. TORRENCE, JR.
6709 RIDGE ROAD
SUITE 106
PORT RICHEY, FLORIDA 34668

Incorporator Signature: ALFRED W. TORRENCE, JR.

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P, D
MARK S WHITNEY
13326 US 19
HUDSON, FL. 34667 US