

**Electronic Articles of Incorporation
For**

P11000107296
FILED
December 20, 2011
Sec. Of State
psmith

BLUE NILE FOOD 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:

BLUE NILE FOOD MARKET INC

Article II

The principal place of business address:

1600 18TH AVE S
ST PETERSBURG, FL. 33712

The mailing address of the corporation is:

1600 18TH AVE S
ST PETERSBURG, FL. 33712

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:

MERWAN GRADE
2225 ALSACE TERRACE
ST PETERSBURG, FL. 33714

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

Registered Agent Signature: MERWAN GRADE

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Article VI

The name and address of the incorporator is:

MERWAN GRADE
2225 ALSACE TERRACE

ST PETERSBURG, FLORIDA 33714

Electronic Signature of Incorporator: MERWAN GRADE

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

Article VII

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

Title: P
MERWAN GRADE
2225 ALSACE TERRACE
ST PETERSBURG, FL. 33714

Article VIII

The effective date for this corporation shall be:

12/20/2011