

CRANDELL ACCOUNTING SERVICES, INC.

120 EAST OAKLAND PARK BOULEVARD

SUITE 107

FORT LAUDERDALE, FLORIDA 33334

TELEPHONE (305) 565-9903

RONALD G. CRANDELL
BUSINESS CONSULTANT

FILED
95 JAN 26 AM 8:09
TALLAHASSEE, FLORIDA
SECRETARY OF STATE
ACCOUNTING TAX AND
BUSINESS CONSULTANTS

P950001390942

January 17, 1995

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11/27/95--01007--002
***122.50 ***122.50

Florida Department of State
Division of Corporation
P. O. Box 6327
Tallahassee, FL 32314

Re: L.A. FOOD MARKET, INC.

We enclose Articles of Incorporation for the above-noted proposed corporation, in duplicate, both notarized, for due process of registration with your offices.

The appropriate fees of \$122.50 are also enclosed. Please return certified copies of Articles directly to us on behalf of our client.

We will appreciate your expediting this request. Should you have any questions or require any further information, please do not hesitate to call us collect at (305) 565-9903.

Thank you for your attention to the above.

Very truly yours,

CRANDELL ACCOUNTING SERVICES, INC.

Shirley Chan Edwards

Shirley Chan Edwards
FOR THE FIRM

SCE/bh
enclosures

2/1/95
JD

ARTICLES OF INCORPORATION

OF

L.A. FOOD MARKET, INC.

FILED
95 JAN 26 AM 9:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber, a natural person acting as Incorporator for the purposes of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE ONE NAME

The name of the Corporation shall be L.A. FOOD MARKET, INC.

ARTICLE TWO DURATION

The term of existence of the Corporation shall be perpetual.

ARTICLE THREE PURPOSE

The purpose for which the Corporation is organized is to engage in and transact any and all lawful business for which corporations may be permitted under the laws of the State of Florida and in all other States and Countries.

ARTICLE FOUR CAPITAL STOCK

The maximum number of shares of authorized capital stock of this Corporation shall be Seven Thousand Five Hundred (7,500) shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE FIVE INITIAL CAPITAL

The amount of capital with which the Corporation will begin business shall not be less than One Hundred Dollars (\$100.00).

ARTICLE SIX PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The street address and mailing address of the initial registered office of the Corporation is:

1708 S.W. 20th St.
Ft. lauderdale, FL 33315

and the name of the initial registered agent at that address is:
Tung Luu

ARTICLE SEVEN DIRECTORS

The Board of Directors of the Corporation shall have one (1) director initially. The number of directors shall be increased from time to time by By-laws adopted by the stockholders, but shall never be less than one (1). The name and address of the initial Board of Directors is:

Le Pham
1708 S.W. 20th St.
Ft. Lauderdale, FL 33315

ARTICLE EIGHT INCORPORATOR

The name and address of the Incorporator signing these Articles is:

Tung luu
1708 S.W. 20th St.
Ft. lauderdale, FL 33315

IN WITNESS WHEREOF, I HAVE SUBSCRIBED MY NAME this 23RD day of JANUARY, A.D. 1995.

Tung Luu

STATE OF FLORIDA)
COUNTY OF BROWARD)

SWORN TO and subscribed before me this 23RD day of JANUARY, A.D. 1995.

Commission Expiration Stamp



SHIRLEY CHIH EDWARDS
NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXP. AUG. 15, 1995

Shirley Chih Edwards
Notary Public
State of Florida

Personally known X or Produced identification _____

Type of I.D. produced _____

CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THE STATE OF FLORIDA, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED

FILED
95 JAN 26 AM 9:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

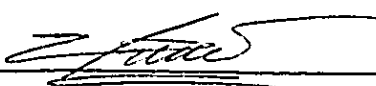
Pursuant to Chapter 48.091, Section 607.1006, Florida Statutes, the following is submitted in compliance with said Act:

THAT L.A. FOOD MARKET, INC., organized under the laws of the State of Florida, with its principal place of business at 1708 S.W. 20th St., Ft. Lauderdale, in the County of Broward, State of Florida, HAS NAMED Tung Luu as its agent to accept service of process within the State of Florida.

ACKNOWLEDGEMENT

HAVING BEEN NAMED to accept service of process for the above stated Corporation, at a place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office, and the proper and complete performance of my duties.

DATED THIS 23RD day of JANUARY, A.D. 1995.


Tung Luu
Registered Agent

STATE OF FLORIDA)
COUNTY OF BROWARD)


SWORN TO and subscribed before me this 23RD day of JANUARY, 1995.

Commission Expiration Stamp

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)
)
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SHIRLEY CHAN EDWARDS
NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXP. AUG. 15, 1995


Notary Public
State of Florida at large

Personally known X or Produced identification _____

Type of I.D. produced _____