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ARTICLES OF INCORPORATION

OF.

NATURAL FOODS WAREHOUSE CORP.

ARTICLE 1

The name of this corporation is NATURAL FOODS WAREHOUSE CORP.

ARTICLE 2

This corporation is organized to transact all lawful business.

ARTICLE 3

The total number of shares of capital stock which the corporation shall have authority to issue is 1,000 shares of Common Stock, \$.001 par value per share (the "Common Stock").

ARTICLE 4

The address of the principal office of this corporation is 9455 South Dixie Highway, Miami, FL 33156. The address of the initial registered office of this corporation is 9701 Biscayne Boulevard, Miami, Florida 33138 and the name of the initial registered agent of this corporation at that address is Joel Bernstein. The undersigned is familiar with and accepts the duties and obligations as registered agent for this corporation.

ARTICLE 5

The name and address of the person signing these articles is:

Joel Bernstein 9701 Biscayne Boulevard
Miami, FL 33138

ARTICLE 6

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

ARTICLE 7

This corporation reserves the right to amend or repeal any provisions contained in this Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 1st day of February, 1995.

JOEL BERNSTEIN
REGISTERED AGENT ACCEPTANCE-INCORPORATOR

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JOEL BERNSTEIN P. O. BOX 330072 MIAMI, FL 33233

SUBJECT: NATURAL FOODS WAREHOUSE CORP.

Rol. Number: P95000010450

We have received your document for NATURAL FOODS WAREHOUSE CORP, and check(s) totaling \$35.00. However, the enclosed document has not been filled and is being returned to you for the following reason(s):

The current name of the entity is as referenced above. Please correct your document accordingly.

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

If you have any questions concerning the filing of your document, please call (904) 487-6905.

Thelma Lewis Corporate Specialist Supervisor

Letter Number: 095A00015920

FILED SECRETARY OF STATE DIVISION OF CONTORATIONS

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF NATURAL FYODS WAREHOUSE CORP.

The undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

- 1. The name of the corporation is: NATURAL FOODS WAREHOUSE CORP.
- 2. Article I of the Articles of Incorporation is hereby amended to read as follows:

Article I. The name of this corporation is NATURAL FOOD REALTY, INC.

The foregoing amendment was adopted by the incorporator of the corporation prior to the issuance of shares and election of directors.

Dated: March 24, 1995

Joel Bernstein Incorporator