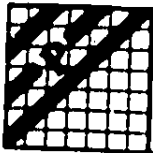


P95000019003



PADGETT BUSINESS SERVICES*

REGENCY SQUARE, SUITE 28 • 500 E. SEMORAN BOULEVARD • CASSELBERRY, FL 32707 • (407) 830-0700

JOSEPH W. SHENNETT
Enrolled Agent
Accredited Tax Advisor

MARY ANNE M. SHENNETT
Marketing Director

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

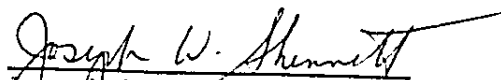
6.00001422866
-03/07/95--01048--008
**** 70.00 *****70.00

SUBJECT: VILLAGE MEAT MARKET AND SUB SHOP, INC.

Enclosed please find the articles of incorporation for the above corporation and check in the amount of \$70.00 representing the payment of:

Filing Fees	\$ 35.00
Registered Agent Designation	35.00
	<hr/>
	\$ 70.00

Sincerely,


Joseph W. Shennett, EA

FILED
95 MAR -6 AM 8:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Be 3/9

"YOUR SUCCESS IS OUR SUCCESS"

ARTICLES OF INCORPORATION
OF
VILLAGE MEAT MARKET AND SUB
SHOP, INC.

FILED
MAR -6 AM 8:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation is VILLAGE MEAT MARKET AND SUB SHOP, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 109 CRYSTAL LAKE AVENUE, LAKE MARY, FL 32746. The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 200 shares of common stock with a par value of one dollar (1.00).

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

We hereby name NICHOLAS CASIELLO as Resident Agent, and the said, NICHOLAS CASIELLO, by signature of these Articles of Incorporation does hereby agree to act in said capacity and further agree to comply with the provisions of all statutes relative to the proper and complete performance of his duties. The said NICHOLAS CASIELLO is further named as Registered Agent and the Registered Office is 109 CRYSTAL LAKE AVENUE, LAKE MARY, FL 32746.

ARTICLE V - INCORPORATOR(S)

The name and street address of the incorporator to these Articles of Incorporation is:

NICHOLAS CASIELLO 109 CRYSTAL LAKE AVENUE
LAKE MARY, FL 32746

ARTICLE VI - NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities of businesses under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE VII - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VIII - OFFICERS/DIRECTORS

The name and street address of the initial officer and director who shall hold office the first year of the corporation's existence, or until his successors are elected and qualified, are as follows:

DIRECTOR

ADDRESS

NICHOLAS CASIELLO

109 CRYSTAL LAKE AVENUE
LAKE MARY, FL 32746

OFFICER

TITLE

ADDRESS

NICHOLAS CASIELLO

PRES/SECY/TREAS

SAME AS ABOVE

The undersigned has executed these Articles of Incorporation this

27th day of FEBRUARY, 19 95.

X Nicholas Casiello
NICHOLAS CASIELLO, INCORPORATOR

X Nicholas Casiello
NICHOLAS CASIELLO, REGISTERED AGENT

STATE OF FLORIDA
COUNTY OF ORANGE COUNTY

Before me the undersigned officer, personally appeared, to me well known, and known to be the persons described herein, and who executed the foregoing Articles of Incorporation, and who acknowledge before me that they executed the same freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official seal

this 27th day of February, 1995

ED. FL. TUCKER'S OFFICE

6/23/97
My commission expires

Cynthia Dawn Brown
Notary Public



CYNTHIA DAWN BROWN
My Commission CC296689
Expires Jun 23, 1997
Bonded by HAI
800-422-1555



Expires Jun 23 1997
Bonded by HAI
800-422-1555

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is VILLAGE MEAT MARKET AND SUB SHOP, INC.
2. The name and address of the registered agent and office is:

NICHOLAS CASIELLO
109 CRYSTAL LAKE AVENUE
LAKE MARY, FL 32746

FILED
95 MAR -6 AM 8:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SIGNATURE *Nicholas Casello*
CORPORATE OFFICER

TITLE PRESIDENT

DATE February 27, 1995

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE *Nicholas Casello*

DATE February 27, 1995