

Law Offices of

Clay Henderson, P.A.

One Thousand Five North US One
New Smyrna Beach, Florida 32168
(904) 427-2211 • 423-5507 fax

Storch-Hansen-Morris Center
1620 South Clyde Morris Blvd.
Daytona Beach, Florida 32119
(904) 767-0300 • 767-9111 fax

March 23, 1995

Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Via Federal Express No. 3581123626

Dear Sir or Madam:

Enclosed please find the proposed Articles of Incorporation of Food Pharmacy, Inc., along with a copy and a check in the amount of \$122.50 as the fee for filing and return of a certified copy.

If all is in order, please forward to my office at the above address the certified copy at your earliest convenience.

If there is anything further that you might need, please do not hesitate to call.

Very truly yours,


Clay Henderson

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DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION
OF
FOOD FARMACY, INC.

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DIVISION OF CORPORATIONS
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The undersigned incorporator, being natural person competent to contract for the purpose of forming a corporation under the laws of the State of Florida, does hereby adopt these Articles of Incorporation for the described corporation.

ARTICLE I: NAME The name of the proposed corporation shall be FOOD FARMACY, INC.

ARTICLE II: PURPOSE The general purpose of this corporation is to carry out the business of retail and wholesale food sales, and to have the power to transact any lawful business allowed for corporation for profit by the laws of the State of Florida and the United States.

ARTICLE III: CAPITAL STOCK The total number of shares that the corporation has the authority to issue is ONE HUNDRED (100) shares all of which shall be common shares with TEN (\$10.00) DOLLAR par value.

ARTICLE IV: CORPORATE EXISTENCE The corporation's existence shall begin upon the issuance by the Secretary of State of a Certificate of Incorporation and shall continue perpetually.

ARTICLE V: INITIAL REGISTERED OFFICE The street address of the initial registered office of this corporation is 1620 S. Clyde Morris Boulevard,

DAYTONA BEACH
Florida 32118, and the name of the initial registered agent of this corporation
who is a resident of this State is Clay Henderson.

ARTICLE VI: PRINCIPAL OFFICE AND MAILING ADDRESS


The corporation's principal office and mailing address is 6607 Forest Hill
Boulevard, West Palm Beach, Florida 33413.

ARTICLE VII: INITIAL BOARD OF DIRECTORS The number of
the initial Officers and Board of Directors shall be two. The number of officers
and directors may be either increased or decreased from time to time by the By-
Laws of this corporation. The name and street address of the initial officers and
directors who shall hold office for the first year of the corporation or until their
successor is elected or appointed in a qualified manner are:

Ralph Johnson
93 Signal Hill Road
Madison, Connecticut 06443

Steve Townsend
169 Barrett Hill Road
Brooklyn, Connecticut 06234

IN WITNESS WHEREOF the undersigned incorporator has hereunto set
his hand and seal and acknowledgment to the foregoing Articles of
Incorporation, to be filed with the Secretary of the State of Florida, on the date
written below.


Clay Henderson

ACKNOWLEDGMENT BEFORE NOTARY PUBLIC

STATE OF FLORIDA:
COUNTY OF VOLUSIA:

On this day personally appeared Clay Henderson, to me known and known to be the individual described in and who executed the foregoing Articles of Incorporation, and he hereby acknowledged before me that he executed same freely and voluntarily for the uses and purposes therein expressed.

DATED: March 23rd, 1995.

My commission Expires:


Notary Public



COLLEEN TYLER
MY COMMISSION # CC 232147 EXPIRES
September 29, 1996
BONDED THRU TROY FARM INSURANCE, INC.

ACCEPTANCE AS REGISTERED AGENT

I by my signature below, do accept the position of Registered Agent for FOOD FARMACY, INC., and agree to accept service of process on behalf of said corporation, to keep my office open during the prescribed business hours, to post my name in some conspicuous place, and to keep the Office of the Secretary of State informed on any change of address.


Clay Henderson

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