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March 18, 1995

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*****70.00 *****70.00

Secretary of State
State of Florida
Corporate Division
Tallahassee, FL 32304

Enclosed please find the Articles of Incorporation for R & K GROCERIES INC. Also enclosed is a check in the amount of \$122.50 to cover the following:

Filing Fee, Profit Corporation
Charter Tax
Certificate Designating Registered Agent

Sincerely,

Kamini Latchman

Kamini Latchman

6207 Silver Star Rd.
Orlando, FL 32808

FILED
95 MAY 15 AM 11:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

5/15
W95-7085



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 31, 1995

KAMINI LATCHMAN
6207 SILVER STAR RD.
ORLANDO, FL 32808

SUBJECT: R & K GROCERIES INC.
Ref. Number: W95000007085

We have received your document for R & K GROCERIES INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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) 487-6924.

Sharon Tala
Document Specialist Supervisor

Letter Number: 995A00014744

**ARTICLES OF INCORPORATION
OF
R & K GROCERIES INC.**

FILED
MAY 15 1963
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE I.
NAME**

- The name of this corporation is R & K GROCERIES INC.

**ARTICLE II.
PURPOSE**

This corporation is organized for the following purpose(s):

- To engage in any or all lawful business for which corporation may be incorporated under the laws of Florida.

**ARTICLE III.
POWERS**

The corporation shall have the following powers:

- To have a corporate seal, which may be altered at pleasure, and to be the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced.
- To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property to any interest therein, wherever situated.
- To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.
- To lend money to, and use its credit to assist its officers and employees in accordance with law.
- To purchase, take, receive, subscribe for, or otherwise acquire own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.
- To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income.
- To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.
- To conduct its business, carry on its operations, and have offices and exercise the powers granted by law within or without this state.
- To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

- To make and alter By-Laws, not inconsistent with its Articles of Incorporation or with the laws of this state, for the administration and regulation of the affairs of the corporation.
- To make donations for the public welfare and for charitable, scientific, or educational purposes.
- To transact any lawful business which the board of directors shall find will be in aid of governmental policy.
- To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries.
- To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise.
- To have and exercise all powers necessary or convenient to effects its purposes.

ARTICLE IV.
COMMENCEMENT OF CORPORATE EXISTENCE

- This corporation shall commence existence upon filing of these Articles, and shall have perpetual existence.

ARTICLE V.
CAPITAL STOCK

- This corporation is authorized to issue 8,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE VI.
INITIAL REGISTERED OFFICE AND AGENT

- The street address of the initial registered office of this corporation, and the name of the initial registered agent of this corporation at that address is:

Kamini Latchman, President
6207 Silver Star Road, Orlando, FL 32808

ARTICLE VII.
INITIAL BOARD OF DIRECTORS

- This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time as set forth in the By-Laws. The names and addresses of the directors of this corporation is:

Kamini Latchman, President
6207 Silver Star Road, Orlando, FL 32808

ARTICLE VIII.
INCORPORATION

- The names and addresses of the persons signing these Articles of Incorporation is:

Kamini Latchman, President
8408 Village Green Road, Orlando, FL 32818

**ARTICLE IX.
BYLAWS**

- The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

**ARTICLE X.
RESTRICTIONS ON TRANSFER OF STOCK**

- Transfer of shares of capital stock of this corporation may be restricted by the By-Laws or by agreement among the shareholders.

**ARTICLE XI.
AMENDMENT**

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

**ARTICLE XII.
PRINCIPAL OFFICE**

- The principal office address is 6207 Silver Star Road, Orlando, FL 32808.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 30th day of January, 1995.

Kamini Latchman
KAMINI LATCHMAN

**STATE OF FLORIDA
COUNTY OF ORANGE**

BEFORE ME, a Notary Public authorized to take acknowledgements in the state and county set forth above, personally appeared Kamini Latchman, who produced DRIVERS Licence as identification and to me known to be the person who executed the foregoing Articles of Incorporation, and who swore to and acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 30th day of January, 1995.

Douglas Pelich
Notary Public
My Commission Expires:
DOUGLAS PELICH
My Commission CC369077
Expires Jun. 29, 1998
Bonded by HAI
800-422-1565

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

In pursuance of Chapter 48-091, Florida Statutes, the following is submitted, in compliance with said Act:

First -- that R & K GROCERIES INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at City of Orlando, County of Orange, State of Florida, has named Kamini Latchman of 6207 Silver Star Rd. Orlando, FL 32818, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at the 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 offices.

Kamini Latchman
Kamini Latchman
Registered Agent

FILED
95 MAY 15 AM 11:17
CLERK OF STATE
TALLAHASSEE FLORIDA