

8 AUG 16 1995 11:05

TO: DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE  
STATE OF FLORIDA  
409 EAST GAINES STREET  
TALLAHASSEE, FL 32399  
FAX: (904) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY  
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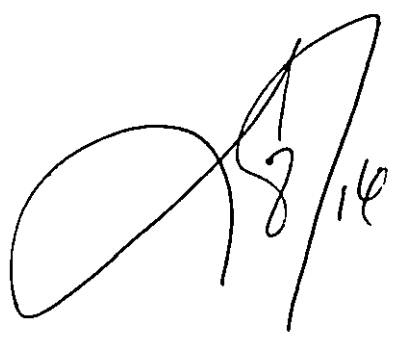
(((H95000008918))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.  
NAME: NORTH MIAMI INTERNATIONAL DELI, INC.  
FAX AUDIT NUMBER: H95000008918 CURRENT STATUS: REQUESTED  
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DIVISION OF CORPORATIONS

PREPARED BY:  
LABIANO INSURANCE AGY, INC  
1608 NW 57th Avenue  
Miami, FLORIDA  
(305) 262-4053  
MIGUEL E. TURDAY

ARTICLE OF INCORPORATION

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation:

ARTICLE ONE

The name of the corporation is NORTH MIAMI INTERNATIONAL

ARTICLE TWO

The duration of the corporation is perpetual.

ARTICLE THREE

The general purpose for which the corporation is organized are:

- 1.- To engage in the business of retail sales of meats, seafood and groceries.
- 2.- To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act.
- 3.- To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

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ARTICLE FOUR

The aggregate number of shares which the corporation is authorized to issue is 100. Such shares shall be of a single class, and shall be \$5.00 par value.

ARTICLE FIVE

The corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than ten persons. Stock shall be issued and transferable only to natural persons.

ARTICLE SIX

No stockholder shall have the right to sell, assign, pledge, transfer, devise, or otherwise dispose of any of the shares of the corporation without first offering such shares for sale to the corporation at the net asset value thereof.

ARTICLE SEVEN

The street address of the initial business office of the corporation is 1540 NE 165th Street, North Miami Beach, FL 33162 Dade County and the name of its initial registered agent is Jaime Chapov.

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ARTICLE EIGHT

The number of directors constituting the initial board of directors of the corporation is three. The name and address of each person who is to serve as a member of the initial board of directors is:

NAME	ADDRESS
Jaine Chapov	1540 NE 165th Street North Miami Beach, FL 33162
Roberto Stella	1540 NE 165th Street North Miami Beach, FL 33162
Roberto Benetto	1540 NE 165th Street North Miami Beach, FL 33162

ARTICLE NINE

A unanimous vote of directors for effective directors action is required at all directors meetings.

ARTICLE TEN

The name and address of each incorporator is:

NAME	ADDRESS
Jaine Chapov	1540 NE 165th Street North Miami Beach, FL 33162

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Executed by the undersigned at MIAMI, FLORIDA  
on August 7, 19 95.

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CERTIFICATE DESIGNATING (OR CHANGING) 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 507.34 Florida Statutes, the following is submitted, in compliance with said Act:

First-That NORTH MIAMI INTERNATIONAL DEPT. INC.  
(NAME OF CORPORATION)

desiring to organize under the laws of the State of FLORIDA  
(FLORIDA)

with its principal office, as indicated in the articles of  
incorporation at City of North Miami Beach county  
(City)

of DADE, State of FLORIDA  
(COUNTRY) (STATE)

has named Jaime Chapov  
(NAME OF RESIDENT AGENT)

located at 1940 NE 165th Street  
(STREET ADDRESS AND NUMBER OF BUILDING.  
POST OFFICE BOX ADDRESS NOT ACCEPTABLE)

city of FLORIDA, County of DADE  
(CITY) (COUNTRY)

State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

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

BY [Signature]  
REGISTERED AGENT  
AND  
INCORPORATOR

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