

(SAMPLE LETTER OF TRANSMITTAL)

P95000069187

Date AUGUST 27 1995

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

RECEIVED
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
****127.000 ****127.000

Re SU MERCADO DEL CARIBE & latin american deli inc.
(name of corporation)
*YOUR CARIBBEAN MARKET AND LATIN AMERICAN
DELI INC*

Gentlemen,

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation

Very truly yours,

Nelson r. Cruz
(individual's name)

SU MERCADO DEL CARIBE AND LATIN AMERICAN DELI INC
(name of corporation)

| | | |
|--------------------------------|-----------|------|
| MAILING ADDRESS OF CORPORATION | | |
| 629 delhi street | | |
| orlando florida 32808 | | |
| PHONE | | |
| (407) | 290 -6828 | |
| Area Code | Number | Ext. |



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 28, 1995

NELSON R. CRUZ
629 DELHI STREET
ORLANDO, FL 32808

SUBJECT: SU MERCADO DEL CARIBE & LATIN AMERICAN DELI INC.
Ref. Number: W95000017310

We have received your document for SU MERCADO DEL CARIBE & LATIN AMERICAN DELI INC. and check(s) totaling \$122.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the 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) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 195A00040011

ARTICLES OF INCORPORATION TRANSLATION
of YOUR CARIBBEAN MARKET AND LATIN
AMERICAN DELI INC.

SU MERCADO DEL CARIBE AND LATIN AMERICAN DELI INC.
(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is: TRANSLATION - YOUR CARIBBEAN MARKET AND LATIN AMERICAN DELI
SU MERCADO DEL CARIBE AND LATIN AMERICAN DELI INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue FIVE HUNDRED shares (500) of ONE
Dollar(s) (\$1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

| | | |
|----------------------------------|---------|------------------|
| NAME <u>Frank mendoza</u> | | |
| ADDRESS <u>21562 jingle road</u> | | |
| CITY <u>Christmas</u> | FLORIDA | ZIP <u>32709</u> |

The principal office, if known, or the mailing address of the corporation is:

| | | |
|----------------------------------------------------------------|---------|------------------|
| NAME <u>SU MERCADO DEL CARIBE AND LATIN AMERICAN DELI INC.</u> | | |
| ADDRESS <u>629 delhi street</u> | | |
| CITY <u>ORLANDO</u> | FLORIDA | ZIP <u>32808</u> |

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have Two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

| | | |
|-------------------------------------------|----------------------|------------------|
| NAME <u>Nelson R. CRUZ</u> (PRES) | | |
| ADDRESS <u>629 delhi street</u> | | |
| CITY <u>orlando</u> | STATE <u>florida</u> | ZIP <u>32808</u> |
| NAME <u>AMPARO S. TAVARES</u> (VICE PRES) | | |
| ADDRESS <u>629 delhi street</u> | | |
| CITY <u>orlando</u> | STATE <u>florida</u> | ZIP <u>32808</u> |
| NAME <u>AMPARO S. TAVARES</u> (SEC) | | |
| ADDRESS <u>629 delhi street</u> | | |
| CITY <u>orlando</u> | STATE <u>florida</u> | ZIP <u>32808</u> |

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

| | | |
|-----------------------------------|---------------|-----------|
| NAME nelson r.cruz (PRES) | | |
| ADDRESS 629 delhi street | | |
| CITY orlando | STATE florida | ZIP 32808 |
| NAME amparo s.tavares (VICE PRES) | | |
| ADDRESS 629 delhi street | | |
| CITY orlando | STATE florida | ZIP 32808 |
| NAME amparo s.tavares (SEC) | | |
| ADDRESS 629 delhi street | | |
| CITY orlando | STATE florida | ZIP 32808 |

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 24
day of AUGUST, 19 95.

Nelson R. Cruz (Pres) (Seal)
Amparo S. Tavares (Vice Pres) (Seal)
Amparo S. Tavares (Sec) (Seal)

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

YOUR CARIBBEAN MARKET AND LATIN AMERICAN Deli Inc.

Su Mercado Del Caribe And Latin American Deli Inc.
(name of corporation)

SEP 18 1993
TALLAHASSEE
SECRETARY OF STATE
FLORIDA

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 21562 Jingle Road

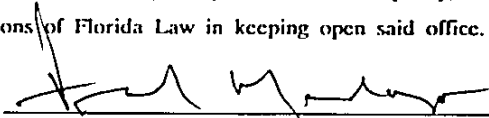
Christmas Florida 32709

has named Frank Mendoza

located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.


(registered agent)