

P 95000073891

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____

 PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

SECRET
 DIVISION
 95 SEP 25 PM 1:03

EFFECTIVE DATE:
10-1-95

[AL SEP 25 1995

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE _____	_____	_____	_____
TIME _____	_____	CK No. _____	_____
BY <u>AAK</u>	_____	_____	_____

WALK-IN Will Pick Up 925 3020

RE: Shop + Save Supermarket, Inc 95

- C.C. FEE. / DISBURSED
- Capital Express™
 - Art of Inc File
 - Corp Record Search
 - Ltd Partnership File
 - Foreign Corp File
 - () Cert Copy(s)
 - Art of Amend File
 - Dissolution/Withdrawal
 - C U S-
 - Fictitious Name File
 - Name Reservation
 - Annual Report/Reinstatement
 - Reg Agent Service
 - Document Filing
 - Corporate Kit
 - Vehicle Search
 - Driving Record
 - Document Retrieval
 - UCC 1 or 3 File
 - UCC 11 Search
 - UCC 11 Retrieval
 - File No's. _____ Copies
 - Courier Service
 - Shipping/Handling
 - Phone () _____
 - Top Priority
 - Express Mail Prep
 - FAX () _____ pgs

SUBTOTALS	
FEE.....	\$ _____
DISBURSED.....	\$ _____
SURCHARGE.....	\$ _____
TAX on corporate supplies.....	\$ _____
SUBTOTAL.....	\$ _____
PREPAID.....	\$ _____
BALANCE DUE.....	\$ _____
	\$ _____

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum

THANK YOU
 from
 Your Capital Connection

SHOP & SAVE SUPERMARKET, INC.

TRANSMITTAL LETTER

September 15, 1995
11

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

SUBJECT: SHOP & SAVE SUPERMARKET, INC.

Enclosed please find an original and one copy of the Articles of Incorporation for the above corporation and a check in the amount of \$ 122.50.

SIGNED: _____

Sang Kyun Shin

From:

SANG KYUN SHIN

Name

2409 EAST LAKE AVENUE

Address

Tampa, FL 33618

City State Zip

(813) 876-6442

Telephone Number

ARTICLES OF INCORPORATION
OF
SHOP & SAVE SUPERMARKET, INC.

FILED
STATE
CLERK
05 OCT 25 PM 1:03

THESE ARTICLES OF INCORPORATION are hereby adopted by the undersigned incorporator(s) of this corporation for pecuniary profit under the Florida Business Corporation Act.

ARTICLE I.
NAME AND LOCATION OF AGENT AND OFFICES

EFFECTIVE DATE
10-1-95

SECTION 1.1 NAME:

The name of the corporation shall be SHOP & SAVE SUPERMARKET, INC.

SECTION 1.2 PRINCIPAL OFFICE or MAILING ADDRESS:

The principal office or mailing address of the corporation shall be 2409 East Lake Avenue, Tampa, FL 33610. The corporation may change the forgoing addresses, transact business at other places within or without the State of Florida and establish branch offices within or without the State of Florida, all as the Board of Directors may from time to time determined.

SECTION 1.3 INITIAL REGISTERED AGENT AND OFFICE; STATEMENT OF ACCEPTANCE:

The initial Registered Agent for the corporation to accept service of process within the State of Florida shall be SANG KYUN SHIN. The initial Registered Office street address of the Registered Agent shall be 2409 East Lake Avenue, Tampa, FL 33610. The initial Registered Agent hereby states that the Registered Agent is familiar with, and accepts, the obligations of this position.

ARTICLE II.
DURATION AND COMMENCEMENT

SECTION 2.1 DURATION:

The corporation shall have perpetual existence, or until dissolved according to law.

SECTION 2.2 COMMENCEMENT OF CORPORATE EXISTENCE:

The corporation's existence shall commence at 12:01 A.M. on the date of October 1, 1995.

ARTICLE III.
PURPOSE AND POWERS

SECTION 3.1 PURPOSE:

The general purpose for which the corporation is initially organized shall be to transact any and all lawful business for which a corporation may be incorporated under the laws of Florida, and to do everything necessary or convenient for the accomplishment of said purpose, and to do all other things incidental thereto or connected therewith that are not prohibited by law, and to carry out said purpose in any state, territory, district or possession of the United States or in any foreign country, to the extent not prohibited by law therein.

SECTION 3.2 POWERS:

The corporation shall have and exercise all of the corporate powers enumerated in or otherwise permitted under the Florida Business Corporation Act.

ARTICLE IV.
AUTHORIZED SHARES

SECTION 4.1 CLASS, NUMBER, PAR and, DESCRIPTION:

The shares of stock authorized hereunder shall not be divided into classes and shall consist of one class of common stock only. The aggregate number of shares of stock which the corporation shall be authorized to issue and have outstanding at any one time shall be limited to Five Hundred(500) shares at One Dollar(\$1.00) par value. These shares shall have unlimited voting rights and are entitled to receive the net assets of the corporation upon dissolution.

SECTION 4.2 CONSIDERATION:

The consideration for the issuance of said shares, or any part thereof, shall be money current of the United States of America, or property or services of value at least equivalent to the stock issued as fixed and determined by the Board of Directors of said corporation. Whenever any share or shares of stock are issued in consideration of payment to be made in property or in services, the fair and just value of the property to be transferred or the services performed as a consideration for the issuance of said stock shall be affixed by the Board of Directors of the corporation. Any and all shares of stock of the corporation which shall be issued for the consideration, or for not less than the consideration in cash, property, or services, shall be fully paid and nonassessable.

SECTION 4.3 NO PREEMPTIVE RIGHTS:

The shareholders of the corporation shall have no preemptive rights granted by the Articles of Incorporation to acquire unissued or treasury shares of the corporation or securities of the corporation convertible into or carrying a right to subscribe to or acquire shares.

SECTION 4.4 PLURALITY VOTING:

Shareholder voting shall be on a plurality basis. The shareholders of the corporation shall not be entitled to vote their shares cumulatively in elections for the Board of Directors.

**ARTICLE V.
GENERAL**

SECTION 5.1 AMENDMENT:

The Articles of Incorporation may be amended from time to time only by action of the Board of Directors and the shareholders in accordance with applicable law.

SECTION 5.2 ORGANIZATION MEETING OF DIRECTORS:

After the corporate existence begins, an organization meeting of directors named herein shall be held, at the call of majority, to adopt Bylaws, elect officers, and transact other necessary business. The directors calling the meeting shall give three (3) days' advance written notice of the time and place of the meeting to each director.

SECTION 5.3 INITIAL DIRECTORS:

The number of directors constituting the initial Board of Directors shall be one (1), which number may be increased or decreased but not below one(1) from time to time in accordance with the Bylaws. The name and address of initial member of the Board of Directors, who need not be a resident of the State of Florida, and who shall hold office for the first year of the corporation's existence, or until a successor or successors are duly elected and qualified, is as follows:


SANG KYUN SHIN
2409 East Lake Avenue
Tampa, FL 33610

SECTION 5.4 INCORPORATORS:

The name and address of the incorporator(s) executing this instrument is as follows:

SANG KYUN SHIN
2409 East Lake Avenue
Tampa, FL 33610

IN WITNESS WHEREOF, the undersigned executed this instrument this
_____ day of September, 1995.


Sang Kyun Shin, Incorporator

SHOP & SAVE SUPERMARKET, INC.

RECEIVED
STATE OF FLORIDA
CORPORATIONS

95 SEP 25 PM 1:03

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:

SHOP & SAVE SUPERMARKET, INC.

2. The name and address of the registered agent and office is:

SANG KYUN SHIN
2409 East Lake Avenue
Tampa, FL 33618

Signature: Sang Kyun Shin

Title: Incorporator

Date: 9/22/95

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: Sang Kyun Shin

Date: 9/22/95