P960000034721 LEMARUS CORPORATE INDUSTRIES, INC. Requestor's Name

890 S.W. 87 AVENUE SUITE: 16
Address

MIAMI, FLORIDA 33174 (305)552-5973
City/State/Zip Phone //

LOCAL REPRESENTATIVE TALLAHASSEE

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

| | , , | | serion (a monny. | |
|---------------|--------------------|---|--|---|
| 1.5£ | (Corporation Name) | ERY, INC | 7 11111 -04/22/ ****12 | 010 1 74949 1 917 79601070028 2.50 <u>****</u> 122,50 |
| ^{2.} | (Corporation Nune) | (Doc | cument #) | |
| J | (Corporation Name) | (Doc | ument #) | · · · · · · · · · · · · · · · · · · · |
| · | (Corporation Name) | (Doc | unient #) | ······································ |
| A Walk in | Pick up time | 2100 | Certified Copy | |
| Mail out | | Photocopy | Certificate of Statu | S |
| FILINGS | 54 AMEND | 100000000000000000000000000000000000000 | unio de la companya della companya de la companya de la companya della companya d | · . |

| NEW FILINGS | AMENDMENTS ! |
|-------------------|--|
| Profit | Amendment |
| NonProfit | Resignation of R.A., Officer/ Director |
| Limited Liability | Change of Registered Agent |
| Domestication | Dissolution/Withdrawal |
| Other | Merger |

| 额 | OTHER FILINGS |
|---|------------------|
| | Annual Report |
| | Fictitious Name |
| • | Name Reservation |

| REGISTRATION/ |
|---------------------|
| Foreign |
| Limited Partnership |
| Reinstatement |
| Trademark |
| Other |

| LANGUAGE CENTERATION | WILLAMASSEE FLORIDA 22 FEB CO | 25.422.22 PH 2: 25 TO TO 15 | |
|----------------------|-------------------------------|-----------------------------|--|
| | | | |

BM APR 2 2 1996

Examiner's Initials

ARTICLES OF INCORPORATION COMPANY OF S&W GROCERY, INC.

The undersigned subscriber to these Articles of 'Composition, a natural person, competent to contract, subscribes to and forms a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is: S & W GROCERY, INC.

ARTICLE II - NATURE OF BUSINESS

The corporation may engage in any activity of business permitted under the laws of the United States and of this State. These activities may include, but are not limited to the operation of the following business:

- a) to engage in the business of: Wholesale and Retail sales of groceries, and general merchandise, for any person, firm, association or corporation without restriction in this State and any other state of the United States.
- b) To conduct any and all types of business and operations, to have one or more offices/stores in this state and in any other State of the United States.
- c) to borrow money and contract debt when necessary in the purchase of, or acquisition of real, personal, and intangible property, business right or franchise; or for additional working capital, or for any other object in or about its business or affairs; and without limits to amounts, and to secure the payment of money in any lawful manner.
- d) to exercise all of the powers which are now, or may hereafter be conferred upon corporations generally by the laws of the United States and of this State.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of common stock that this corporation is authorized to have outstanding at any time

Page 1 of 3.

is: ONE HUNDRED (100) shares common stock, each share having the par value of: FIVE (\$5.00) DOLLARS.

ARTICLE IV - INITIAL CAPITAL

The amount of the initial capital with which this corporation shall begin business is: FIVE HUNDRED (\$500.00) DOLLARS.

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence, unless sooner dissolved by law.

ARTICLE VI - INITIAL REGISTERED/PRINCIPAL OFFICE & AGENT

The address of the initial principal office of this corporation is: 19212 N.W. 23rd Court, Miami, Florida 33056, and the name of the initial registered agent of this corporation at that address is: Lloyd F. Stewart.

ARTICLE VII - DIRECTORS

The corporation shall have TWO (2) DIRECTORS initially whose names and street address is as follows:

| NAME | ADDRESS |
|---------------------|-----------------------|
| Lloyd F. Stewart | 19212 N.W. 23rd CT. |
| President | Miami, FL 33056 |
| Prasanni Wright | 8261 N.W. 44th CT. |
| Secretary/Treasurer | Lauderhill, FL. 33351 |

ARTICLE VIII - SUBSCRIBERS

The names and street address of the subscribers to these Articles of Incorporation and the number of shares of the \$5.00 par value common stock of this corporation which they agree to take is as follows:

| NAME | SHARES | ADDRESS |
|--|--------|---|
| Lloyd F. Stewart President | 50% | 19212 N.W. 23rd CT. Miami, FL. 33056 |
| Prasanni Wright Secretary/Treasurer | 50% | 8261 N.W. 44th CT. Lauderhill, FL. 33351 |

ARTICLE IX - OFFICERS

The names and street address of the officers of this corporation is as follows:

NAME

ADDRESS

Lloyd F. Stewart Prosident

19212 N.W. 23rd CT. Miami, FL. 33351

Prasanni Wright Secretary/Treasurer

8261 N.W. 44th CT. Lauderhill, FL. 33351

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 10th day of 1996.

Llyod F. Stewart
President

Prasanni Wight Secretary/Treasurer

State of Florida) ss County of Dade)

BEFORE ME, personally appeared Lloyd F. Stewart, and Prasanni Wright, to me well known, and known to me to be the individuals described in and who executed the foregoing Articles of Incorporation and acknowledged before me that they executed the same for the purposes expressed threrin.

NOTARY PUBLIC, State of Florida at Large

Page 3 of 3.



HEWIE C CHIN My Commission CC400747 Expires Aug. 14, 1998 Bonded by ANB 800-852-5878

CERTIFICATE OF RESIDENT AGENT

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST THAT: S & W GROCERY, 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 Miami, County of Dade, State of Florida, has named Llyod F. Stewart, located at 19212 N.W. 23rd CT., Miami, FL. 33058, City of Miami, County of Dade, State of Florida, as its resident agent to accept service of process within this state.

ACKNOWLEDGEMENT

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 in keeping open said office.

Lloyd F. Stewart RESIDENT AGENT

WLLAHASSEE, FI GOTO.