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## **OSO** networks

PHENICE ROLL ACCOUNT NO. : 072100000032

REFERENCE : 998108 80556/

AUTHORIZATION: alicia muil

COST LIMIT: \$ 122.50

ORDER DATE: June 24, 1996

ORDER TIME : 11:58 AM

ORDER NO. : 998108

CUSTOMER NO: 80556A

70,000,000

CUSTOMER: Laura L. Brogan, Esq

LAURA L. BROGAN, ESQ

Suite C

540 East Monab Road

Pompano Beach, FI, 33060

#### DOMESTIC FILING

NAME:

PRODUCE STOP, INC.

#### EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kathy Drake

EXAMINER'S INITIALS:

(6/24/96

#### ARTICLES OF INCORPORATION

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#### PRODUCE STOP, INC.

#### ARTICLE I - NAME

The name and address of this corporation is: PRODUCE STOP, INC., 500 NW 12th Avenue, Pompano Boach, FL 33069.

#### ARTICLE II - DURATION

This corporation shall exist perpetually, commencing on the date of filing of those Articles.

#### ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

## ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 hundred (100) shares of one dollar (\$1.00) par value common stock.

## ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

## ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 500 NW 12th Avenue, Pompano Beach, FL 33069, and the name of the initial registered agent of this corporation at that address is Ken Andrews.

# ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased (or decreased) from time to time by the By-Laws.

MAME

ADDRESS

Kon Androws

500 NW 12th Avenue Pompano Boach, FL 33069

Diana Androws

500 NW 12th Avenue Pempano Beach, FL 33069

#### ARTICLE VIII - INCORPORATOR

NAME

**ADDRESS** 

Kon Androws

500 NW 12th Avenue Pompano Beach, FL 33069

# ARTICLE IX - SUB-CHAPTER S AND CHAPTER 1244 PROVISIONS

This corporation and each subscriber hereto shall take whatever action shall be necessary to cause the shares of the corporation issued to qualify as "Section 1244 stock" and, further, this corporation and each subscriber hereto shall take whatever action is necessary to cause the corporation to file an election to become a Subchapter S corporation, as such terms are used and defined in the Internal Revenue Code of 1952, as amended.

#### ARTICIR X - 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.

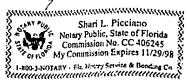
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 21st day of June, 1996.

INCORPORATOR

STATE OF FLORIDA ) COUNTY OF BROWARD)

On this 21st day of June, 1996, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared Ken Andrews, who presented driver's license no. A536-5/9-33-/42-0, and who acknowledged that he executed the foregoing Articles of Incorporation freely and voluntarily.

Notary Public



ACKNOWLEDGMENT BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provision of the Florida Corporation Act relative to keeping open said office.

Kon Androws Registered Agent