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III A IN COUNTY SHOW ACCOUNTY	NO.	:	072100000	032
REFERE	NCE	:	077124	8690

AUTHORIZATION: P.F.

COST LIMIT: \$ 70.00

ORDER DATE: September 6, 1996

ORDER TIME : 12:42 PM

ORDER NO. : 077124

CUSTOMER NO: 8690A

CUSTOMER: David C. Jacobson, Esq BEDZOW KORN & KAN, P.A.

·

P. O. Box 8020

Hallandale, FL 33008

DOMESTIC FILING

NAME: APEX WHOLESALE GROCERS CORP.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

XX PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cindy Helentjaris

EXAMINER'S INITIALS:

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DIVISION OF CORPORATION

900001941949

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ARTICLES OF INCORPORATION

OF?

APEX WHOLESALE GROCERS CORP.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

APEX WHOLESALE GROCERS CORP.

The address of the principal office of this corporation shall be 20801 Biscayne Boulevard, Suite 301, Aventura, Florida 33180, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 20803 Biscayne Boulevard, Suite 200, Aventura, Florida 33180, and the name of the initial registered agent of the corporation at that address is David C. Jacobson.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have three Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Sam Greenberg Dir.	20801 Biscayne Boulevard, Aventura, Florida 33180	Suite 301
Neal Rose Dir.	20801 Biscayne Boulevard, Aventura, Florida 33180	Suite 301
Brad Young Dir.	20801 Biscayne Boulevard, Aventura, Florida 33180	Suite 301

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Sam	Greenberg
P% .	•

20801 Biscayne Boulevard, Suite 301

Pres.

Aventura, Florida 33180

Neal Rose

20801 Biscayne Boulevard, Suite 301

Sec.

Aventura, Florida 33180

Brad Young Treas.

20801 Biscayne Boulevard, Suite 301

Aventura, Florida 33180

ARTICLE VIII, INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

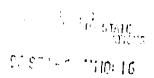
Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on September 6, 1996.

CORPORATION SERVICE COMPANY

Its Agent, Karen B.) Rozai

cah



ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN THE ARTICLES OF INCORPORATION

DAVID C. JACOBSON , an individual residing in this state having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

APEX WHOLESALE GROCERS CORP.

is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: Doneid Jawleron

NAME: DAVID C. JACOBSON