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TO: DIVISION OF CORPORATIONS FAX #: (904)922-4001
FROM: EMPIRE CORPORATE KIT COMPANY ACCT#: 072450003255
CONTACT: RAY STORMONT FAX #: (305)541-3770
PHONE: (305)541-3694
NAME: KABAR, INC.
AUDIT NUMBER.....H96000013931
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
10/17/96
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 4, 1996

EMPIRE

SUBJECT: KABAR, INC.
REF: W96000021040

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

The document is illegible and not acceptable for microfilming.

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If you have any questions concerning the filing of your document, please call (904) 487-6933.

Dana Calloway
Document Specialist

FAX Aud. #: W96000013931
Letter Number: 296A00045477

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ARTICLES OF INCORPORATION
OF
KABAR, INC.

FILED
OCT - 7 AM 8 36
SECRET
TALLAHASSEE FLORIDA

The undersigned, in order to form a corporation under and pursuant to the provisions of the Laws of Florida for the purposes set forth below, hereby subscribe to these Articles of Incorporation.

ARTICLE I.

The name of the corporation shall be KABAR, INC.

ARTICLE II.

The purpose and general nature of the business to be conducted and transacted by the corporation shall be as follows:

A. To do and transact any and all business as permitted under the laws of the State of Florida and the United States of America.

B. To purchase for investment and resale, and to traffic in land, property, houses, and buildings and other property of any nature. To create, sell, and deal in freehold and leasehold ground rents. To make advances upon the security of land or houses or other property. To deal in any manner with real and personal property.

Prepared by: Patrick Russell, Esq.
201 W. Flagler St.
Miami, FL 33130
(305) 373-5513
FBN. 995568

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C. To draw, make, accept, endorse, discount, execute, and issue promissory notes, bills of exchange, and other negotiable instruments, including bonds, debentures, or other obligations of this corporation, whether secured by mortgage pledge, or otherwise, or unsecured, for money borrowed, or in payment for property purchased or acquired, or for other lawful objects.

D. To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of the shares of capital stock, or any bonds, securities, or other evidences of indebtedness, created by any corporation and while owner of such stock or evidence of indebtedness, to exercise all of the rights, powers, and privileges of ownership, including the right to vote according to the rights of said instruments and agreements.

E. To purchase, hold, sell and transfer shares of its own capital stock; subject, however, to such limitations as may be provided by law; and provided further, that shares of its own capital stock owned by the corporation shall not be voted upon directly or indirectly nor counted as outstanding for the purpose of any stockholder's quorum or vote.

Without limiting any of the purposes, powers and objects of this corporation, it is expressly declared and provided that this corporation shall have power in carrying on its own business, or for the purpose of accomplishment of any of the purposes or attainment of the objects hereinabove specified, to make and perform contracts of any kind and description and to do any and all other acts and things, and to exercise any and all powers, either as principal, agent or broker, conferred by the Laws of Florida upon corporations, and which a partnership or natural person could do and exercise, and which now or hereafter may be authorized by law.

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ARTICLE III.

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The number of shares of stock that this corporation is authorized to have outstanding at any time is 1000 shares at \$1.00 par value.

ARTICLE IV.

The amount of capital with which this corporation shall begin business shall be \$1000.00

ARTICLE V.

The existence of this corporation shall be perpetual.

ARTICLE VI.

The principal office of this corporation shall be located at 6600 N.W. 22nd Avenue, Miami, Florida 33147.

ARTICLE VII.

The Board of Directors of this corporation shall consist of not less than one nor more than three members.

ARTICLE VIII.

The names and addresses of the first Board of Directors, who shall, subject to these Articles of Incorporation, By-Laws, and the laws of Florida, hold office for the first year of the corporation's existence, or until their successors shall have been elected and qualified, is as follows:

Mohammad M. Kabar, 20 N.W. 203rd Terrace, #B3, Miami, Florida 33169

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ARTICLE IX.

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The registered agent and the registered office for this corporation is:

PATRICK RUSSELL, ESQUIRE
201 West Flagler Street
Miami, Florida 33130
Tel: (305) 373-5313

ARTICLE X

The names and addresses of each subscriber to these Articles of Incorporation, and the number of shares of stock each agrees to take, the total aggregate amount of which shall be the sum of \$1,000.00 amount of capital with which this corporation shall begin business, are as follows:

NAME	ADDRESS	SHARES	AMOUNT
Mohammad M. Kabar	20 N.W. 203rd Terrace, #B3, Miami, FL 33169	1000	\$1,000.00

ARTICLE XI

The officers of the corporation until the first meeting of the corporation Board of Directors, or until successors are elected, shall be:

Mohammad M. Kabar
20 N.W. 203rd Terrace, #B3, Miami, FL 33169
President, Treasurer, Secretary

ARTICLE XII

This corporation shall be initially governed by the stockholders, notwithstanding other provisions of these Articles of Incorporation. At the discretion of the initial stockholders or the successor of all shares of the stockholders, or when there are two or more stockholders owning stock in the corporation, at a meeting held for that purpose, stockholders may elect to operate with a Board

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of Directors and officers as provided elsewhere in these Articles of Incorporation. At such time there shall be elected a minimum of one director who shall hold office for one year after their election or until their successors are elected or appointed and have qualified. The stockholders shall also elect such persons to fill the offices of PRESIDENT, VICE-PRESIDENT, SECRETARY, and TREASURER such other offices as are permitted by the By-Laws of the corporation. The officers shall serve for one year after their election or until their successors are elected or appointed and have qualified. The manner and form of electing or appointing officers and directors shall be set out in the By-Laws.

ARTICLE XIII.

ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

Having been made initial Registered Agent to accept service of process of the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.


PATRICK RUSSELL, ESQUIRE

IN WITNESS WHEREOF, the undersigned has hereunto made, subscribed and acknowledged these Articles of Incorporation.


MOHAMMAD M. KABAR, President

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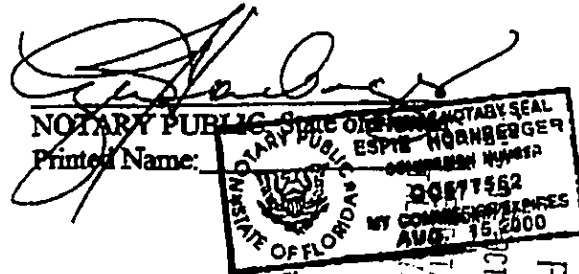
STATE OF FLORIDA)
COUNTY OF DADE)

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I HEREBY CERTIFY that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared MOHAMMAD M. KABAR to me to be the person(s) described in and who executed these Articles of Incorporation and acknowledged the Articles to be the act and deed of the subscribers and that the facts set forth therein are true, that I relied upon the following form of identification of the above named person(s): FL - DRIV. LIC.
K160-553-65-134-0 and that an oath was taken.

WITNESS my hand and seal at Miami, Dade County, Florida, this 3rd day of October 1996.

My Commission Expires:



FILED
OCT - 7 AM 8:35
TALLAHASSEE
STATE
OFFICE
FLORIDA

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J.V.C. ACCOUNTING, INC.

10028 S.W. 16TH STREET
PEMBROKE PINES, FLORIDA 33025
Tel. (954) 436-7542 Fax (954) 433-9895
Beepers (954) 390-2390 (305) 540-5464

July 19, 1997

Ms. Annette Hogan
Div. of Corporations
409 E Gaines Street
Tallahassee, Florida 32399

Dear Annette:

Enclosed please find:

Amended articles for Kabar Inc. with check #1890 \$61.25

Registration of fictitious name for Shadi Market With check # 1889 \$50.00

Resignation of Officer form for Kabar Inc. with check # 1888 \$ 35.00

Articles of dissolution for Samer Supermarket Corp with check # 1887 \$35.00

Please note that I will need the fictitious name registration mail via Fed exp please bill to my account # 1687-6669-6

Thank you,

Jeannette Campbell

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*****35.00 *****35.00

resignation

TO
OFFICE
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
90 JUL 21 PM 1:15
FILED

Name	7/21/97
Applicant	
For agent	DOH
Examiner	
Updater	DOH
Update	
Verifier	DOH
Acknowledgment	DOH
W.P. Verityer	DOH

C. TAX	
FILING	35
R. AGENT FEE	
C. COPY	
TOTAL	35
IN PERS	
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Florida Department of State, Jim Smith, Secretary of State
AFFIDAVIT OF RESIGNATION OF OFFICER AND/OR DIRECTOR

97 JUL 21 PM 1:15
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF BROWARD

I, MOHAMMAD KABAR after being duly sworn, state that to the best of my knowledge, information and belief, and under the penalties of perjury, the following is true and correct:

I, MOHAMMAD KABAR hereby resign as PRESIDENT/SECRETARY /
TREASURER /DIRECTOR of
(Title)

KABAR, INC., a Florida corporation;
(Name of Corporation)

That the corporation has been notified in writing of the resignation.

Signature of resigning officer/director

Sworn to and subscribed before me this 15 day of JULY 1997.

NOTARY PUBLIC

My Commission Expires:

JEANNETTE CAMPBELL
COMMISSION # CC 388930
EXPIRES JUN 29, 1998
BONDED THRU
ATLANTIC BONDING CO., INC.

FILING FEE IS \$35.00

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314
CR2E044 (7-90)