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Premier Management Company

Accounting, Bookkeeping, Consulting & Income Tax Servicing
1861 West Oakland Park Blvd.
Fort Lauderdale, FL 33311
Tel: (954) 730-0732 Fax: (954) 730-9637

October 28, 1996

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

Dear Sir / Madam:

Enclosed are the filing fees for CMS Supermarket, Inc. and ILDT, Inc. and its registered agent.

Premier Management Company is a fictitious name registered in the State. Its registered number is G92366004918.

If anymore information is needed concerning the registration of the said corporation, please feel free to contact us at the number listed above.

Sincerely yours,

Premier Management Company


Jean-Marie Olivier,
President

Enclosures: Articles of Incorporation for
CMS Supermarket, Inc.
ILDT, Inc.

200001994972--4
-10/30/96--01084--023
****157.00 ****157.00

200001994972--4
-10/30/96--01084--023
****157.00 ****78.50

FILED
96 OCT 30 AM 8:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AB 11/4

ARTICLES OF INCORPORATION
OF

I L D T, INC.

FILED
96 OCT 30 AM 8:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I - NAME & PRINCIPAL OFFICE

The name of the corporation is *I L D T, Inc.* and its principal office is located at 300 W. Sunrise Boulevard, Suite 1, Fort Lauderdale, Fl 33311.

ARTICLE II - DURATION

This corporation shall commence its existence upon receipt of these articles by the Secretary of State.

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 one thousand (1,000) shares of Common Stock, each share to have a Par Value of one (\$1.00) dollar. The shares may be issued upon such terms as the Board of Directors may from time to time authorize.

ARTICLE V - INITIAL REGISTERED AGENT AND ADDRESS

The registered agent in charge thereof is *Premier Management Company* and its office in the State of Florida is located at 1861 West Oakland Park Boulevard, Oakland Park, Florida 33311.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The corporation shall initially have two (2) directors to hold office until the first annual meeting of stockholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time according to the By-laws. The names and mailing address of the incorporators are as follows:

- | | | |
|----|-------------------------|---|
| 1. | <u>Eugene Mesadiou</u> | <u>300 West Sunrise, #1</u>
<u>Fort Lauderdale, Fl 33311</u> |
| | Name | Address |
| | <u>Ghelesse Mercier</u> | <u>300 West Sunrise, #1</u>
<u>Fort Lauderdale, Fl 33311</u> |
| 2. | | |
| | Name | Address |

ARTICLE VII - INCORPORATOR

The name and address of the person signing these articles is: *ARE:*

EUGENE MESADIEU AND GHELESSE MERCIER

ARTICLE VIII - AMENDMENT

This corporation reserves the right to amend or repeal provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

The undersigned have executed these Articles of Incorporation this 28th day of October, 1996.

Eugene Mesadiou, President

Eugene Mesadiou
Signature / Title

Ghelesse Mercier, Sec/Treas

Ghelesse Mercier
Signature / Title

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE**

FILED
96 OCT 30 AM 8:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement designating the registered office / registered agent, in the state of Florida.

The corporation **I L D T, Inc.**, desiring to organize or qualify under the laws of the state of Florida, has named **Premier Management Company** located at 1861 West Oakland Park Boulevard, Oakland Park, FL 33311, as its agent to accept service of process within Florida.

Signature *Chelisse Mercer*
Corporate Officer

Title *Secretary*

Date *October 28, 1996*

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby agree to act in this capacity. I further agree to comply with the provisions of all statutes relative 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 *Sam H. O'Brien, President of*
Premier Mgmt Co.

Date *October 28, 1996*