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FLORIDA DIVISION OF CORPORATIONS
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((H97000002704 9))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
PHONE: (305)599-0839

ACCT#: 071001002335

FAX #: (305)716-0346

NAME: MC KENNIS FOOD SALES AND DISTRIBUTORS CORP.
AUDIT NUMBER.....H97000002704
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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TALLAHASSEE, FLORIDA

Handwritten signature and date: 2/14/97

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ARTICLES OF INCORPORATION**OF**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MC KENNIS FOOD SALES AND DISTRIBUTORS CORP.

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

ARTICLE I NAME

The name of the corporation shall be: MC KENNIS FOOD SALES AND DISTRIBUTORS CORP..

The principal place of business of this corporation shall be: 18853 NW 77 COURT
MIAMI, FL 33015

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact 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 aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: one thousand shares \$1.00 per value

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

Prepared by: TAX PROFESSIONALS CORP
1941 W 68 STREET
HIALEAH FL 33014
(305) 824-0144.

ORESTE DIAZ
18853 NW 77 COURT
MIAMI, FL 33015

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NO. 359

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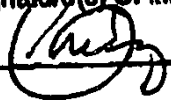
ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

ORESTE DIAZ
18853 NW 77 COURT
MIAMI FL 33015

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 12th day of FEBRUARY, 1997.

Signature(s) of Incorporator(s)





02/14/97

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: MC KENNIS FOOD SALES AND DISTRIBUTORS CORP.

2. The name and address of the registered agent and office is: Oreste Diaz

18853 NW 77 COURT

(P.O. BOX NOT ACCEPTABLE)

MIAMI FLORIDA 33015

(CITY/STATE/ZIP)

SIGNATURE 

TITLE DIRECTOR

DATE 2-12-97

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, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE 

DATE 2-12-97

REGISTERED AGENT FILING FEE:

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TALLAHASSEE, FLORIDA

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