JODO JOS SUBURBAN ACCOUNTING TAX SERVICE 7340 PROVINCE WAY #3307 NAPLES, FL 33942

FEBRUARY 22, 1997

FLORIDA DEPARTMENT OF LABOR DIVISION OF CORPORATIONS P.O. BOX 6327 TALLAHASSEE, FL 32314

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RE:

ARTICLES OF INCORPORATION NAPLES VILLAGE MARKET INC.

DEAR SIR:

ENCLOSED IS THE ARTICLES OF INCORPORATION FOR "NAPLES VILLAGE MARKET INC." IN THE STATE OF FLORIDA. ALSO, ENCLOSED IS A CHECK FOR \$122.50 - FILING AND RECORDING FEE'S.

IF, FURTHER INFORMATION IS REQUIRED, KINDLY, NOTIFY THE UNDERSIGNED.

SINCERELY

ROBERT F. WROBLE PRESIDENT

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97 MAR - 3 AM 9: 30



ARTICLES OF INCORPORATION

FOR

NAPLES VILLAGE MARKET INC.

ARTICLE I - NAME

THE NAME OF THIS CORPORATION SHALL BE -

NAPLES VILLAGE MARKET INC.

THE PRINCIPLE PLACE OF BUSINESS OF THIS CORPORATION SHALL BE -

7822 GARDNER DR. NAPLES, FL 34109

ARTICLE II - DURATION

THIS CORPORATION SHALL HAVE PERPETUAL EXISTENCE, COMMENCING UPON THE TILING OF THESE ARTICLES -

ARTICLE III - NATURE OF BUSINESS

THIS CORPORATION MAY ENGAGE IN OR TRANSACT ANY, ALL LAWFUL ACTIVITIES OR BUSINESS PERMITTED UNDER THE LAWS OF, THE STATE OF FLORIDA, THE UNITED STATES, OR ANY OTHER STATE AND COUNTRY -

ARTICLE IV - AUTHORIZED SHARES

THIS CORPORATION IS AUTHORIZED TO ISSUE AN AGGREGATE NUMBER OF

COMMON SHARES OUTSTANDING AT ANY ONE TIME -

10,000 - SHARES

ARTICLE V - REGISTERED AGENT & OFFICE

THE REGISTERED AGENT AND STREET ADDRESS OF THIS CORPORATION IN THE

STATE OF FLORIDA SHALL BE, AND THE OFFICERS & DIRECTORS FROM TIME

TO TIME MAY MOVE THE REGISTERED OFFICE TO ANY OTHER ADDRESS -

ARTICLE VI - BOARD OF DIRECTORS AND OFFICERS

ARTICLE VII - INCORPORATOR

THE NAME AND ADDRESS OF THE INCORPORATOR TO THESE ARTICLES OF INCORPORATION SHALL BE -

MR. WILLIAM N. SMITH 7822 GARDNER DR. NAPLES, FL 34109

ARTICLE VIII - CUMULATIVE VOTING

CUMULATIVE VOTING IS PERMITTED ONLY IF AUTHORIZED IN THE BYLAWS -

ARTICLE IX - AMENDMENTS

THE CORPORATION RESERVES THE RIGHT TO AMEND OR REPEAL ANY PROVISIONS CONTAINED IN THESE ARTICLES OF INCORPORATION OR ANY AMENDMENTS TO THEM AND ANY RIGHTS CONFERRED UPON THE SHARE-HOLDERS IS SUBJECT TO THIS RESERVATION -

IN WITNESS WHEREOF THE UNDERSIGNED SUBSCRIBER HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS DATE FEBRUARY 22, 1997 -

WILLIAM N. SMITH INCORPORATOR

STATE OF FLORIDA

COUNTY OF COLLIER

I HEREBY CERTIFY THAT ON THIS DAY, BEFORE ME, A NOTARY PUBLIC, DULY AUTHORIZED IN THE STATE AND COUNTY AFORESAID TO TAKE ACKNOWLEDGEMENT, PERSONALLY APPEARED MR. WILLIAM N. SMITH TO ME KNOWN TO BE THE PERSON DESCRIBED AS THE SUBSCRIBER IN AND WHO EXECUTED THE FORGOING ARTICLES OF INCORPORATION -

ROBERT F. WROBLE

NY COMMISSION # CC 330085

EXPIRES: November 14, 1997

Bonded Thru Notary Public Underwriters

ROBERT F. WROBLE NOTARY PUBLIC

CERTIFICATE DESIGNATING

REGISTERED AGENT - REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.325 FLORIDA STATUES

THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE

STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNAT
ING THE REGISTERED AGENT AND OFFICE IN THE STATE OF FLORIDA -

SUBURBAN ACCOUNTING TAX SERVICE C/O R. F. WROBLE 7340 PROVINCE WAY #3307 NAPLES, FL 34104

ACKNOWLEDGEMENT -

REGISTERED AGENT -

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR
ABOVE STATED CORPORATION, AT THE PLACE DESIGNED IN THIS CERTIFICATE, I HEREBY ACCEPT TO ACT IN THIS CAPACITY AND AGREE TO COMPLY WITH THE PROVISION OF ALL STATUES RELATIVE TO THE PROPER AND
COMPLETE PERFORMANCE, OBLIGATIONS OF SECTION 607.325 -

R.F. WROBLE REGISTERED AGENT

BOARD OF DIRECTORS - ELECT

PRESIDENT

WILLIAM N. SMITH 7822 GARDNER DR. NAPLES, FL 34109 TREASURER - JEAN VOSS 6916 BRIMSTONE FAIRFAX STATION

VA 22039

V/PRESIDENT

BRUCE N. VOSS
6916 BRIMSTONE LN
FAIRFAX STATION
VA 22039

SECRETARY - LOUISE SMITH 7822 GARDNER DR. NAPLES, FL 34109