

P97000039453



ACCOUNT NO. : 072100000032

REFERENCE : 352535 148904A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : May 2, 1997

ORDER TIME : 11:43 AM

ORDER NO. : 352535-005

CUSTOMER NO: 148904A

CUSTOMER: Mr. Dennis L. Reeber
REEBER & LIVIGNE ASSOCIATES,
INC.
2185 N. Powerline Road, S.w.

Pompano Beach, FL 33069-1206

100002163831--6
-05/02/97--01079-029
****122.50 ****122.50

DOMESTIC FILING

NAME: WILLIAMS GROCERY, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

RECEIVED
97 MAY -2 PM 2:15
STATE
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATION

SN MAY -2 1997

FILED
97 MAY -2 PM 2:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES of INCORPORATION
OF
WILLIAMS GROCERY, INC.**

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:

WILLIAMS GROCERY, INC.

The principal place of business of this corporation shall be 509 Northwest 6th Street Fort Lauderdale, Florida 33311; and the mailing address 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 1000 shares of common stock having \$.10 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 509 Northwest 6th Street Fort Lauderdale, Florida 33311; and the initial registered agent of the corporation is Charles Williams.

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 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 two Directors, initially. The name and street address of the initial members of the Board of Directors are:

Charles Williams, Director
509 Northwest 6th Street
Fort Lauderdale, Florida 33311

Violet Williams, Director
509 Northwest 6th Street
Fort Lauderdale, Florida 33311

ARTICLE VII. INCORPORATOR

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

Charles Williams, President
509 Northwest 6th Street
Fort Lauderdale, Florida 33311

Violet Williams, Vice President
509 Northwest 6th Street
Fort Lauderdale, Florida 33311

ARTICLE VIII. PRIVATE PROPERTY

The private property of the stockholders shall not be subject to payment of the corporate debts to any extent.

ARTICLE IX. INDEMNITY

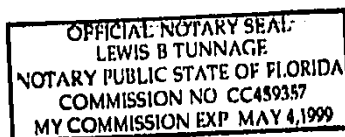
This corporation may indemnify and insure its officers and directors to the fullest extent permitted by law.

IN WITNESS WHEREOF, I, the undersigned, being the incorporator hereinbefore named, for the purpose of forming a Corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 16 day of April, 1997.

Charles Williams
Charles Williams, President

Violet Williams
Violet Williams, Vice President

Lewis B. Tunnage
Notary

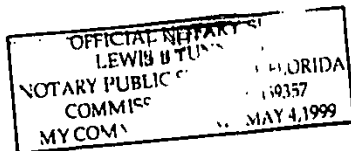


STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Charles Williams and Violet Williams Incorporator to me known to be the person described as subscriber in who executed the foregoing Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 16 day of April, 1997.

Lewis B Tunnage
NOTARY PUBLIC

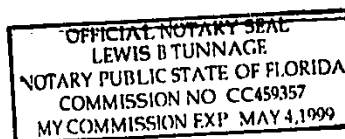


ACCEPTANCE of REGISTERED AGENT DESIGNATED
IN ARTICLES of INCORPORATION

I HEREBY ACCEPT the appointment as the initial registered agent of WILLIAMS GROCERY, INC.
made in the foregoing Articles of Incorporation.

Charles Williams *4/24/97*
Charles Williams, President DATE

Lewis B Tunnage
Notary



APR 24 1997
9:10 AM -2 PM 2:15
TALLAHASSEE, FLORIDA