Ouarles & Brady LLP Suite 300 Attorneys at Law in: Phoenix and Tucson, Arizona

4501 Tamiami Trail North Suite 300 Naples, Florida 34103-3060 Tel 941.262.5959 Fax 941.434.4999 www.quarles.com Attorneys at Law in: Phoenix and Tucson, Arizona Naples and Boca Raton, Florida Chicago, Illinois (Quarles & Brady LLC) Milwaukee and Madison, Wisconsin

January 16, 2002

Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314 600004785446--2 -01/22/02--01017--001 ******43.75 ******43.75

Re:

Articles of Dissolution

Discount Foods of Florida, Inc.

Gentlemen:

Enclosed please find an original and one copy of the Articles of Dissolution for the above-referenced corporation. In addition, enclosed is a check in the amount of \$43.75 representing the following:

Filing Fee for Articles of Dissolution: \$35.00 Certified Copy of Dissolution: \$8.75

Total Enclosed: \$43.75

If you find these enclosures to be in order, please file the same and return one Ertified copy to this office.

Sincerely,

Suzanne Howard

Legal Assistant to Timothy G. Hains

Enclosures

QBNAP\323928.1

PS ,/23/02

FILED

02 JAN 18 PM 2: 00

ARTICLES OF DISSOLUTION DISCOUNT FOODS OF FLORIDA, INC. TALLAHASSEE. FLORIDA

Pursuant to Section 607.1403 of the Florida Statutes, the undersigned Florida profit corporation adopts these Articles of Dissolution.

ARTICLE I

The name of the corporation is DISCOUNT FOODS OF FLORIDA, INC.

ARTICLE II

The dissolution was authorized on December 31, 2001.

ARTICLE III

The dissolution was approved by all the shareholders. The number of votes cast in favor of dissolution was one hundred (100), which was sufficient for approval pursuant to law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Dissolution on the 31st day of December, 2001.

Phillip a. Daleile
Phillip A. Dabill

President