

July 7, 1997

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

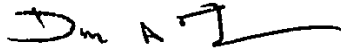
Re: Highland Pines Market, Inc.,

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of 122.50.

This represents the cost of the Charter Tax, Filling Fee, Certified Copy of Articles of Incorporation and Filling Fee for Registered Agent Certificate for the above named corporation.

Very truly yours,



Dave Jaundoo

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***122.50 ***122.50

Please mail certified copy to:

Highland Pines Market, Inc.

P.O. Box 260502

Tampa, FL 33685

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
JUL 10

ARTICLES OF INCORPORATION

OF

HIGHLAND PINES MARKET, Inc.

FILED

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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

The name of the corporation shall be: Highland Pines Market, Inc.

The principle place of business of this corporation shall be:

3011 Melbourne Blvd., Tampa, Fl 33605

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 100 all of which shall be Common shares with a non-par value.

ARTICLE IV-TERM OF EXISTENCE

This corporation is to exist perpetually, unless dissolved according to Florida law, commencing its existence upon the approval of the State.

ARTICLE V-OFFICERS DIRECTORS

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

Dave Jaundoo
15215 Amberly Dr.
Tampa, Fl 33647
President

ARTICLE VI-INCORPORATORS

The name and street address of the incorporator to this articles of incorporation is:

Dave Jaundoo
15215 Amberly Dr.
Tampa, Fl 33647

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 7th day of July, 1997.

Signature of Incorporator

D. Jaundoo

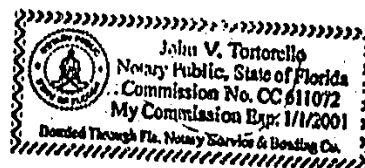
STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

THE foregoing instrument was acknowledged and sworn to before me this 7th day of July, 1997, by Incorporator of Highland Pines Market, Inc. Personally known to me or provided as proof drivers license.

Notary Public

John V. Tortorello

My Commission Expires:



CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501 or 0617.0501, 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: Highland Pines Market, Inc.
2. The name and address of the registered agent and office is:

Dave Jaundoo
15215 Amberly DR.
Tampa, Fl 33647

SIGNATURE

D. A. L.

July 7, 1997

ACKNOWLEDGEMENT

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating 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

D. A. L.

July 7, 1997

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