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ACCOUNT NO. : 072100000032

REFERENCE : 556246 7137459

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : October 7, 1997

ORDER TIME : 10:45 AM

ORDER NO. : 556246-005

CUSTOMER NO: 7137459

CUSTOMER: Denise Tiole, Legal Assistant
USA GROCERS

1701 Southwest 12th
Avenue
Boca Raton, FL 33486

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DOMESTIC FILING

NAME: NAJMA, 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: Andrew Cumper

EXAMINER'S INITIALS: _____

FILED
97 OCT - 7 PM 2:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SN 10CT - 7 1997

**ARTICLES OF INCORPORATION
OF
NAJMA, INC.**

FILED
97 OCT -7 PM 2:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED subscriber to these Articles of Incorporation, a natural person competent to contract, forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME:

The name of this Corporation is: NAJMA, INC.

ARTICLE II. NATURE OF BUSINESS:

The corporation October engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III. CAPITAL STOCK:

The Capital Stock of this corporation shall be divided into ONE THOUSAND (1,000) shares of stock with \$1.00 par value.

ARTICLE IV. INITIAL CAPITAL:

The amount of capital with which this corporation will begin business is ONE THOUSAND (\$1,000.00) DOLLARS.

ARTICLE V. TERM OF EXISTENCE:

This corporation shall exist perpetually from the date of the filing of these Articles.

ARTICLE VI. ADDRESS:

The street address of the initial registered office of the corporation is:

6552 NW 186TH STREET
MIAMI, FLORIDA 33015

The name of the initial resident agent of this corporation at that address is:

MOHAMMED ILYAS MIANOOR

The street address of the principal place of business shall be:

6552 NW 186TH STREET
MIAMI, FLORIDA 33015

ARTICLE VII. DIRECTORS:

This corporation shall have ONE (1) Director initially. The number of directors October be increased or diminished from time to time, as provided in the By-Laws.

ARTICLE VIII. INITIAL ADDRESS:

The name and address of the member of the first Board of Directors is:

MOHAMMED ILYASMIANOOR
6552 NW 186TH STREET
MIAMI, FLORIDA 33015

ARTICLE IX. SUBSCRIBERS:

The name and address of each Subscriber to these Articles of Incorporation is:

MOHAMMED ILYASMIANOOR
6552 NW 186TH STREET
MIAMI, FLORIDA 33015

IN WITNESS WHEREOF, the undersigned Subscriber has executed these Articles of Incorporation this 6 day of October, 1997.

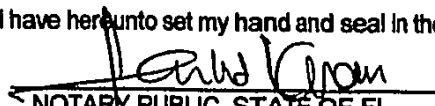


MOHAMMED ILYAS MIANOOR

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County aforesaid, personally appeared MOHAMMED ILYAS MIANOOR, known to me and known by me to be the person who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the State and County aforesaid this 6 day of October, 1997.


NOTARY PUBLIC, STATE OF FL.
My Commission Expires:



ACCEPTANCE

HAVING BEEN NAMED to accept service of process for the above-stated corporation, at a place designated in this Certificate, I hereby accept said designation as Registered Agent and agree to comply with the provisions relative to keeping said office open.



MOHAMMED ILYASMIANOOR