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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
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NAME: OPPORTUNITY U.S.A. SUPERMARKET INC.

AUDIT NUMBER.....H98000000379

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS...0

PAGES..... 4

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 8, 1998

EMPIRE

SUBJECT: OPPORTUNITY U.S.A. SUPERMARKET INC.
REF: W98000000429

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The registered agent designation page is illegible.

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Becky McKnight
Document Specialist

FAX Aud. #: E98000000379
Letter Number: 798A00000999

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ARTICLES OF INCORPORATION

OF

OPPORTUNITY U.S.A. SUPERMARKET INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: OPPORTUNITY U.S.A. SUPERMARKET INC.

The principal place of business of this corporation shall be: 8360 Biscayne Blvd.,
Miami FL 33138

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any of all lawful activities of 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 500 @ \$1.00 authorized to have outstanding at any one time is: FIVE HUNDRED @ \$1.00 (ONE DOLLAR)

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

JOSE NAE
3899 NW 7TH ST, SUITE 203
MIAMI, FL 33126
(305) 541-3980

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STATE OF FLORIDA
TALLAHASSEE, FLORIDA

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ARTICLE V OFFICERS DIRECTORS

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

NABIL ABUARAM, PRESIDENT

8360 Biscayne Blvd., Miami FL 33138

ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

NABIL ABUARAM

8360 Biscayne Blvd., Miami FL 33138

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 7 day of January, 1998

Signature(s) of Incorporator(s)

X Nabil Abuaram

JOSE NAE
3899 NW 7TH ST. SUITE 203
MIAMI, FL 33126
(305) 541-3980

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CERTIFICATE DESIGNATING-
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325 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: OPPORTUNITY U.S.A SUPERMARKET INC.

2. The name and address of the registered agent and office is:

NABIL ABUARAM

8360 Biscayne Blvd.,

(P.O. BOX NOT ACCEPTABLE)

Miami FL 33138

(CITY/STATE/ZIP)

SIGNATURE X *Nabil Abuaram*

(Corporate Officer)

TITLE President

DATE January 7, 1998

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE X *Jose Nae*

(Registered Agent)

JOSE NAE
 3899 NW 7TH ST. SUITE 203
 MIAMI, FL 33126
 (305) 541-3980

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