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January ~~X~~, 1998

Secretary of State
P.O. Box 6327
Division of Corporations
The Capital
Tallahassee, FL 32314

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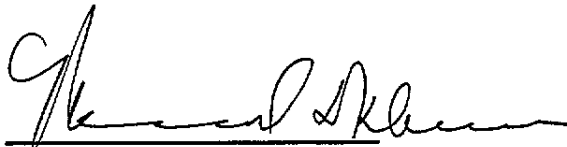
Re: Incorporation Documents

Dear Sir:

Enclosed for filing is an executed copy of the Articles of Incorporation and an executed copy of the registered agent's written acceptance of his appointment as registered agent for FOOD MAX #1001, INC..

Please forward to me a copy of the documents showing the appropriate "Filed" and the time, day, month and year.

Very Truly yours,



MOHAMMED DINAJ KHAN

Prepared by:
Fran Cohen
6570 W. Atlantic Ave.,
Delray Beach, FL. 33446

FILED
98 JAN 12 AM 11:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

m 1/13/98

ARTICLES OF INCORPORATION

OF

FOOD MAX #1001, INC.

FILED

98 JAN 12 AM 11: 39

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribes to these Articles of incorporation, natural person, competent to contract, does hereby form a corporation for profit under the laws of the State of Florida. Corporate existence shall begin upon acceptance of the Articles. This corporation is to be a Small Business Corporation as defined in Section 1244 Subdivision (c) (2) of the Internal Revenue Code.

ARTICLE I. Name. The name of the corporation is

FOOD MAX #1001, INC

ARTICLE II. Term of Existence. This corporation shall have perpetual existence.

ARTICLE III. Nature of Business. This corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE IV. Capital Stock. This corporation is authorized to issue 500 Shares with \$1.00 par value.

ARTICLE V. Voting Rights. Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI. Preemptive Rights. Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at it is offered to others.

ARTICLE VII. Initial Registered Office and Agent. The street address of the initial registered office of this corporation is: 18338 Fresh Lake Way, Boca Raton, FL 33498 name of the registered agent of this corporation at that address is Mohammed Dinaj Khan

ARTICLE VIII. Initial Board of Directors. The corporation shall have 3 Directors initially. The number of Directors may be either increased or diminished from time to time by the by-laws but never be less than one. The name and address of the initial Directors of this corporation is:

Jalal Ahmed - President

790 E. Bay Drive

Largo, FL 33770

Mohammed Dinaj Khan - Secretary

18338 Fresh Lake Way

Boca Raton, FL 33498

Manzurul Islam - Vice President

12693 Torbay Drive

Boca Raton, FL 33428

ARTICLE IX. Officers

The initial officers of the corporation will be:

Jalal Ahmed - President

Mohammed Dinaj Khan - Secretary

Manzurul Islam - Vice president

ARTICLE X. Incorporator. The person signing these Articles of Incorporation

has the following name and address:

Mohammed Dinaj Khan

18338 Fresh Lake Way

Boca Raton, FL 33498

ARTICLE XI. By-Laws. The power to adopt, alter, amend or re-peal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE XII. Amendment. The corporation reserves the right to amend or repeal and provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XIII. The street address of the Principle place of business is:

3801 S. Dale Mabry., Tampa, FL 33611

IN WITNESS WHEREOF, the undersigned subscriber has executed these

Articles of Incorporation this ^{8th} 1st day of January 1998.

Mohammed Dinaj Khan (Seal)

STATE OF FLORIDA

^{PALM BEACH}
COUNTY OF ~~HILLSBORO~~

BEFORE ME, the undersigned authority, personally appeared,
Mohammed Dinaj Khan, known to be and known by me to be the person who executed
the foregoing Articles of Incorporation and he acknowledged before me that he executed
the same for the use and purposed therein expressed.,

WITNESS my hand and official seal this 8 day of Jan, 1998

Helen G. Crispin NOTARY PUBLIC



Helen G. Crispin
My Commission CC623074
Expires February 18, 2001

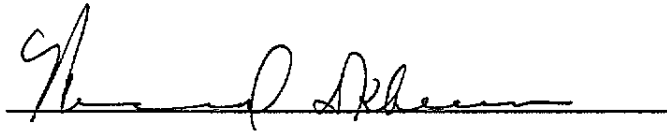
My Commission Expires: _____

CONSENT TO APPOINTMENT AS REGISTERED AGENT

**TO: Secretary of State of Florida Division of
Corporations Depart of State
Tallahassee, FL 32304**

**I, Mohammed Dinaj Khan , do hereby consent to serve as registered agent for the
corporation, Food Max #1001, Inc.**

This 1st day of January 1998..

A handwritten signature in dark ink, appearing to read 'Mohammed Dinaj Khan', is written over a horizontal line.

Mohammed Dinaj Khan

Address of registered agent:

18338 Fresh Lake Way

Boca Raton, FL

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