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VICKER'S MARKET, INC.

P. O. Box 28

Kenansville, FL 34739

(407) 436-~~1330~~

1992

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 JUL 20 AM 10:46

July 15, 1998

Florida Department of State
New filings Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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Dear Sirs:

Attached are Articles of Incorporation for Vicker's Market, Inc. along with our check in the amount of \$122.50.

Please register this corporation and return the Certification as soon as possible.

Thank you.


CATHY ANN VICKERS
Secretary

**ARTICLES OF INCORPORATION
OF
VICKER'S MARKET, INC.**

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The undersigned, acting as incorporators of a Corporation pursuant to Chapter 607, Florida Statutes, adopts the following Articles of Incorporation of such corporation:

**ARTICLE I:
NAME**

The name of the corporation shall be **VICKER'S MARKET, INC.**, and the proposed place of business shall be P. O. Box 28, Kenansville, FL, 34739.

**ARTICLE II:
PURPOSE**

The purpose for which the corporation is organized is to operate a grocery store and gasoline station, and to conduct such other business as may reasonably be related to said operation, and to engage in any or all lawful business for which corporation may be incorporated under the laws of Florida as a Subchapter S corporation.

**ARTICLE III:
POWERS**

The corporation shall have the following powers:

- A. To have a corporate seal, which may be altered at pleasure and to use same by causing it, or a facsimile thereof, to be impressed, affixed or in any other manner reproduced.
- B. To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property to any interest therein, whichever situated.
- C. To sell, convey, mortgage, pledge, create a security interest in , lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.

- D. To lend money to, and use its credit to assist its officers and employees in accordance with the law.
- E. To purchase, take, receive, subscribe for, or otherwise acquire, own, hold vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of, and otherwise use and deal in and with, shares or other interest in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality, or of any instrumentality thereof.
- F. To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds and other obligations, and secure any of its property, franchises and income.
- G. To lend for its corporate purposes, invest and re-invest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.
- H. To conduct its business, carry on its operations, and have offices and exercise the powers granted by law within or without this state.
- I. To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.
- J. To make and alter By Laws, not inconsistent with its Articles of Incorporation or with the laws of this state, for the administration and regulation of the affairs of the corporation.
- K. To make donations for the public welfare or for charitable, scientific or educational purposes.
- L. To transact any lawful business which the Board of Directors shall find will be in aid of governmental policy, as a all female minority corporation.
- M. To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its Directors, officers and employees and for any or all of the Directors, officers and employees of its subsidiaries.
- N. To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise.
- O. To have and exercise all powers necessary or convenient to effect its purpose.

ARTICLE IV:
CORPORATE EXISTENCE

This corporation shall commence existence upon signing of these Articles, and shall have perpetual existence.

ARTICLE V:
CAPITAL STOCK

This corporation is authorized to issue 260,000 shares of capital stock, having a value of \$1.00 per share.

ARTICLE VI:
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation and the name of the initial registered agent of this corporation at that address is

R. BRUCE VICKERS
730 Vickers Road
Kenansville, FL 34739

ARTICLE VII:
INITIAL BOARD OF DIRECTORS

The initial Board of Directors of this corporation, and the addresses thereof is

DINAH L. OLIVER
P. O. Box 28
Kenansville, FL 34739

CATHY ANN VICKERS
P. O. Box 42
Kenansville, FL 34739

ARTICLE VIII
INCORPORATOR

The name and address of the persons signing these Articles of Incorporation is:

DINAH L. OLIVER

**P. O. Box 28
Kenansville, FL 34739**

**CATHY ANN VICKERS
P. O. Box 42
Kenansville, FL 34739**

**ARTICLE IX:
BY-LAWS**

The power to adopt, alter, amend or repeal By Laws shall be vested in the Board of Directors and the shareholders.



**ARTICLE X:
RESTRICTIONS ON TRANSFER OF STOCK**

Transfer of shares of capital stock of this corporation may be restricted by the By Laws or by agreement among the shareholders.

**ARTICLE XI:
AMENDMENT**

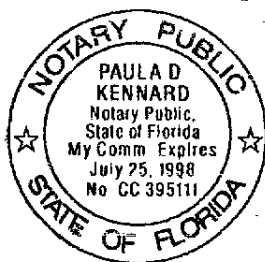
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto and any right conferred upon the shareholders is subject to this reservation.

In witness whereof, the undersigned incorporators have executed these Articles of Incorporation this 1st day of July, 1998.


Dinah L. Oliver

Cathy Ann Vickers

STATE OF FLORIDA
COUNTY OF OSCEOLA

The foregoing instrument was executed this 1st day of July, 1998, before the undersigned Notary Public by DINAH L. OLIVER and CATHY ANN VICKERS, who are personally known to me.



Paula D. Kennard
Notary Public

**STATE OF FLORIDA
DEPARTMENT OF STATE**

Certificate designating place of business on domicile for the service of process within this State, naming agent upon whom process may be served and names and addresses of the officers and directors:

The following is submitted in compliance with Chapter 48.091, Florida Statutes:

VICKER'S MARKET, INC.

a corporation organized (or organizing) under the laws of the State of Florida, with its principal office at P. O. Box 28, Kenansville, FL 34739, Osceola County Florida, has named

**R. BRUCE VICKERS
730 Vickers Road
Kenansville, FL 34739**

as its Registered Agent, to accept service of process within this State.

OFFICERS:

Name & Address:

Title:

DINAH L. OLIVER
P. O. Box 28
Kenansville, FL 34739

President

CATHY ANN VICKERS
P. O. Box 42
Kenansville, FL 34739

Secretary - Treasurer

DIRECTORS:

DINAH L. OLIVER
P. O. Box 28
Kenansville, FL 34739

CATHY ANN VICKERS
P. O. Box 42
Kenansville, FL 34739

ACCEPTED BY:

R. Bruce Vickers

R. Bruce Vickers

Registered Resident Agent

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I AGREE AS RESIDENT AGENT TO ACCEPT SERVICE OF PROCESS, TO KEEP OFFICE OPEN DURING PRESCRIBED HOURS, TO POST MY NAME IN SOME CONSPICUOUS PLACE IN OFFICE AS REQUIRED BY LAW.

R. Bruce Vickers

R. Bruce Vickers

Registered Agent