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TRANSMITTAL LETTER

DEPARTMENT OF STATE DIVISION OF CORPORATIONS P.O. BOX 6327 TALLAHASSEE, FLORIDA 32314

SUBJECT: WALDO SUPERMARKET, INC.

SECRETARY OF STATE SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS

98 JUL 24 PM 3: 06

ENCLOSED IS AN ORIGINAL AND ONE (1) COPY OF THE ARTICLES OF INCORPORATION AND OUR CHECK FOR \$ 70.00.

FROM:

TOM WILLIAMS
280 COPORATE WAY
ORANGE PARK, FLORIDA 32073
(904) 278-5566

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ARTICLES OF INCORPORATION

<u>OF</u>

WALDO SUPERMARKET, INC.

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: WALDO SUPERMARKET, INC.

ARTICLE II PRINCIPAL OFFICE

THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THIS CORPORATION SHALL BE:

P.O. BOX 569 LAWTEY, FL 32058

ARTICLE III CAPITAL STOCK

THE NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY TIME IS: 1000 SHARES

SECRETARY OF STATE DIVISION OF CORPORATIONS

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

THE NAME AND ADDRESS OF THE INITIAL REGISTERED AGENT IS:

TOM WILLIAMS 280 CORPORATE WAY ORANGE PARK, FLORIDA 32073

ARTICLE V INCORPORATOR (S)

THE NAME(S) AND STREET ADDRESS(ES) OF THE INCORPORATOR(S) TO THESE ARTICLES OF INCORPORATION IS(ARE):

GREG GRIFFIS
280 CORPORATE WAY
ORANGE PARK,FL 32073
264-51-4901

KEN McDANIELS, SR. 6537 CONNIE DEE ST. KEYSTONE HEIGHTS,FL 32656 245-66-3876

	UNDERSIGNED OF INCORPORA	INCORPORATOR		HAVE) I _DAY OF	EXECUTED	THESE
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				SIGN	ATURE	

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTIONS 607.0501 OR 617.0501, 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: WALDO SUPERMARKET, INC.

2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:

TOM WILLIAMS
280 CORPORATE WAY
ORANGE PARK, FLORIDA 32073

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.

STGNATURE

7/16/98

SECRETARY OF STATE OF STATE OF CORPORATIONS