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Date SEPTEMBER 17, 1998

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****122.50 *****78.75

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

Re BUY RITE GROCERY, CORP., Inc.
(name of corporation)

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$ 122.50

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

(individual's name)

BUY RITE GROCERY, CORP.
(name of corporation)

MAILING ADDRESS OF CORPORATION		
265 SOUTH FEDERAL HWY		
DANIA, FL 33004		
PHONE		
(1-954)	920-1413	Ext.
Area Code	Number	

FILED

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

CPB
10-2-98
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ARTICLES OF INCORPORATION

of

BUY RITE GROCERY, CORP.

(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

BUY RITE GROCERY, CORP.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue FIVE HUNDRED shares (500) of ONE Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	EVELYN CARABALLO		
ADDRESS	265 SOUTH FEDERAL HWY		
CITY	DANIA, FLORIDA	ZIP	33004

The principal office, if known, or the mailing address of the corporation is:

NAME			
ADDRESS	265 SOUTH FEDERAL HWY		
CITY	DANIA, FLORIDA	ZIP	33004

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have 1 (ONE) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	EVELYN CARABALLO			PRESIDENT, VICE PRESIDENT, SECRETARY & TREASURER	
ADDRESS	265 SOUTH FEDERAL HWY				
CITY	DANIA	STATE	FLORIDA	ZIP	33004
NAME					
ADDRESS					
CITY		STATE	FLORIDA	ZIP	
NAME					
ADDRESS					
CITY		STATE		ZIP	

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	EVELYN CARABALLO		
ADDRESS	265 SOUTH FEDERAL HWY		
CITY	DANIA	STATE	FLORIDA ZIP 33004
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 17 day of SEPTEMBER, 1998

Evelyn Caraballo (Seal)

_____ (Seal)

_____ (Seal)

STATE OF FLORIDA)
COUNTY OF DADE) SS

before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared:

Evelyn Caraballo
Signature

SOCIAL SECURITY 077-56-0913

Form of Identification

Signature

Form of Identification

Signature

Form of Identification

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, who acknowledged before me that SHE executed these Articles of Incorporation, that I relied upon the form of identification of the above named person as indicated opposite each name, and that an oath was not taken.

NOTARY RUBBER STAMP SEAL



EDGAR VELASQUEZ
COMMISSION # CC 718364
EXPIRES APR 6, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.

Witness my hand and official seal in the County and State last aforesaid this 17 day of SEPTEMBER, 1998

Notary Signature

Edgar Velasquez

EDGAR VELASQUEZ

Printed Notary Signature

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

BUY RITE GROCERY, CORP.

(name of corporation)

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 265 SOUTH FEDERAL HWY

DANIA, FLORIDA 33004

has named EVELYN CARABALLO

located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

Evelyn Caraballo
(registered agent)