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Florida Department of State

Division of Corporations

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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

FLORIDA PROFIT CORPORATION OR P.A.

tri county food distributors, inc.

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75

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TALLAHASSEE, FLORIDA

(C)

ARTICLES OF INCORPORATION

OF

TRI COUNTY FOOD DISTRIBUTORS, INC.

We, the undersigned, natural persons competent to contract, do hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing under the Laws of the State of Florida.

ARTICLE I. - NAME

The name of this corporation is: TRI COUNTY FOOD DISTRIBUTORS, INC.

The principal address of this corporation is:

2030 SW 71st Terrace Building D-7, Davie, FL 33317

ARTICLE II. - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE III. - CAPITAL STOCK

This corporation is authorized to issue 100 shares of ONE DOLLAR par value common stock.

ARTICLE IV. - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of the corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share

PREPARED BY:

BRUCE E. BARR, ESQ.
5121 S.W. 90TH AVENUE
SUITE #3
COOPER CITY, FLORIDA 33328
TELE: (954) 434-2445
F.B.N.: 930229

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thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V. - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

5121 SW 90TH AVENUE, #3, COOPER CITY, FL 33328

The name of the initial registered agent of this corporation at this address is:

BRUCE E. BARR

ARTICLE VI. - INITIAL BOARD OF DIRECTORS

The corporation shall have THREE (3) 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. The names and addresses of the initial directors of this corporation are:

Maen Rashid- 11100 NW 15th Street, Pembroke Pines, FL 33026

Hafez Jandali- 9102 SW 19th Place #D, Ft. Lauderdale, FL 33324

Naim Shehadeh- 6222 NW 54th Drive, Coral Springs, FL 33067

ARTICLE VII. - INCORPORATION

The names and addresses of the parties signing these Articles of Incorporation are:

Maen Rashid-11100 NW 15th Street, Pembroke Pines, FL 33026

Hafez Jandali- 9102 SW 19th Place #D, Ft. Lauderdale, FL 33324

Naim Shehadeh- 6222 NW 54th Drive, Coral Springs, FL 33067

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ARTICLE VIII. - INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director to the full extent provided by law.

ARTICLE IX. - AMENDMENT

This corporation reserves the right to amend or repeal any provision 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 subscribers have executed the Articles of Incorporation, this 18th day of March, 1999.

Maen Rashid
MAEN RASHID- PRESIDENT

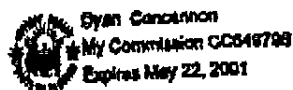
Hafez Jandani
HAFEZ JANDANI- VICE PRESIDENT

Naim Shehadeh
NAIM SHEHADEH- SECRETARY; TREASURER

SWORN TO AND SUBSCRIBED before me this 18th day of March, 1999.

Dyan Concannon
DYAN CONCANNON
Notary Public, State of Florida

My Commission
Expires



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STATE OF FLORIDA
DEPARTMENT OF STATE

Certificate Designation Place of Business or 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:

TRI COUNTY FOOD DISTRIBUTORS, INC.

A CORPORATION ORGANIZED (or organizing) under the laws of the State of Florida with its registered office at 5121 SW 90TH AVENUE, #3, in the City of Cooper City, County of Broward, State of Florida, as its agent to accept service of process within this State.

OFFICERS:

MAEN RASHID
HAFEZ JANDALI
NAIM SHEHADEH

DIRECTORS:

MAEN RASHID- PRESIDENT
HAFEZ JANDALI- VICE PRESIDENT
NAIM SHEHADEH- SECRETARY; TREASURER

By: Maen Rashid

MAEN RASHID

By: Hafez Jandali

HAFEZ JANDALI

By: Naim Shehadeh

NAIM SHEHADEH

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ACCEPTANCE:

I agree as Resident Agent to accept Service of Process; to keep office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by law.


Bruce E. Barr

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