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Florida Department of State
Division of Corporations
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

TONY AND TAY GROCERIES, INC.

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| Certificate of Status | 0 |
| Certified Copy | 1 |
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(A)

ARTICLES OF INCORPORATION
OF
TONY AND TAY GROCERIES, INC

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Article of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: TONY AND TAY GROCERIES, INC. The principle place of business of this corporation shall be: 9720 SW 168th Street, Miami, Florida 33157.

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is:

100 Shares
at
\$ 1.00 par share

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

Prepared by:
Roger Carlier C.P.A.
Paralegal Freelancing, Inc.
3121 Ponce De Leon Blvd.
Coral Gables, FL 33134
(305) 567-1113

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ARTICLE V OFFICERS AND DIRECTORS

The name(s) and street address(es) of the initial officer(s), who shall hold office the first year of the corporation's existence or until their successor(s) is (are) elected, is (are):

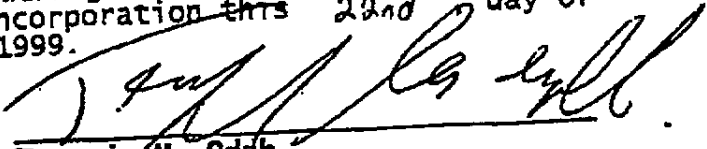
Tayseir M. Odah
President / Treasurer
Vice-President / Secretary
9720 SW 168th Street
Miami, Florida 33157

**ARTICLE VI
INCORPORATOR(S)**

The name(s) and street address(es) of the Incorporator(s) to these articles of incorporation is (are):

Tayseir M. Odah
9720 SW 168th Street
Miami, Florida 33157

IN WITNESS WHEREOF, the undersigned incorporator(s) has (have) executed these Articles of Incorporation this 22nd day of March, 1999.

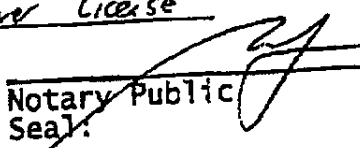

Tayseir M. Odah

STATE OF FLORIDA)

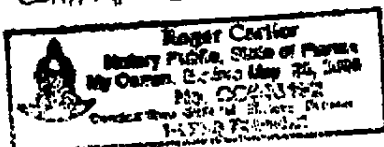
COUNTY OF DADE)

THE FOREGOING instrument was acknowledged and sworn to before me this 22nd day of March, 1999 by _____ of Miami, Florida.

() Personally known by me
() Produced Fla. driver License


Notary Public
Seal:

My commission expires:
May 25, 2000
Comm. # CCSVR-162



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CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organization 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: **TONY AND TAY GROCERIES, INC.**
2. The name and address of the registered agent and office is:

TONY AND TAY GROCERIES, INC.
9720 SW 168TH Street
Miami, Florida 33157

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Tayseir M. Odah
 Title: Registered Agent
 Date: 3-22-99

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISION OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.


 Signature

Date: 3-22-99

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