



THE UNITED STATES
CORPORATION
COMPANY

P99000050488

ACCOUNT NO. : 072100000032

REFERENCE : 263216 83407A

AUTHORIZATION :

Patricia Pignatelli

COST LIMIT : \$ 78.75

ORDER DATE : June 4, 1999

ORDER TIME : 10:08 AM

ORDER NO. : 263216-005

000002894950--1

CUSTOMER NO: 83407A

CUSTOMER: Debra T. Koprowski, Esq.
DEBRA T. KOPROWSKI, P.A.
DEBRA T. KOPROWSKI, P.A.
7744 Taft Street

Hollywood, FL 33024

DOMESTIC FILING

NAME: CONVENIENCE PLUS WHOLESALE
GROCERIES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS:

FILED
99 JUN -4 PM 12:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
99 JUN -4 AM 10:41
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

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SM

ARTICLES OF INCORPORATION
OF
CONVENIENCE PLUS WHOLESALE GROCERIES, INC.

99 JUN -4 PM 12:13
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I
NAME

The name of this corporation is CONVENIENCE PLUS WHOLESALE GROCERIES, INC..

ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS

The principal place of business of this corporation shall be located at 1498 S. W. 151 Avenue, Pembroke Pines, Fl. 33027. The mailing address of this corporation is 1498 S. W. 151 Avenue, Pembroke Pines, Fl. 33027.

ARTICLE III
SHARES

This corporation is authorized to issue seven thousand five hundred (7,500) shares of One Dollar (\$1.00) par value common stock.

ARTICLE IV
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1498 S. W. 151 Avenue, Pembroke Pines, Fl. 33027 and the name of the initial registered agent of this corporation at that address is Dorothy Stauss.

ARTICLE V
INITIAL BOARD OF DIRECTORS

This corporation shall have three 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 name and address of the initial three Directors of this corporation are:

<u>Name</u>	<u>Address</u>
Dorothy Strauss	1498 S. W. 151st Avenue Pembroke Pines, Fl. 33027
Marion Toscano	13181 N. W. 19 Street Pembroke Pines, Fl. 33028

Aref Samhan

675 Ives Dairy Rd. Apt. 101-1
North Miami Beach, Fl. 33179

ARTICLE VI
INCORPORATORS

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

Name

Address

Marion Toscano

13181 N. W. 19 Street
Pembroke Pines, Fl. 33028

ARTICLE VII
INDEMNIFICATION

The corporation shall indemnify any officer or Director, or any former officer or Director, to the full extent permitted by law.

ARTICLE VIII
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 Incorporator has executed these Articles of Incorporation this 2 day of June 1999.

Marion Toscano
MARION TOSCANO

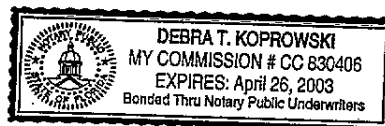
STATE OF FLORIDA)
COUNTY OF BROWARD)

BEFORE ME, a Notary Public authorized to take acknowledgements in the state and county set forth above, personally appeared Marion Toscano, who is either personally known to me or who has produced the following identification, to wit: _____ and who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal, in the state and county aforementioned, this 2 day of June, 1999.

Debra T. Koprowski
Notary Public, State of Florida

My commission expires:



CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

In pursuance of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: CONVENIENCE PLUS WHOLESALE GROCERIES, INC..

2. The name and address of the registered agent and office is: Dorothy Strauss, 1498 S. W. 151 Avenue, Pembroke Pines, Fl. 33027.

ACKNOWLEDGEMENT:

Having been named as registered agent to accept service of process for the above-named 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 performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dorothy Strauss
DOROTHY STRAUSS

6-18-99

Date:

FILED
99 JUN -4 PM 12:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA