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ROBERT F. VASON, JR.
S.I. VALBH, ASSOCIATE

August 23, 1999

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-08/25/99--01020--002
*****78.75 *****78.75

Re: Tony's Grocery, Inc.

Dear Sir or Madam:


Enclosed please find original and one (1) copy of Articles of Incorporation for Tony's Grocery, Inc., accompanied by our remittance in the amount of \$78.75 representing the following fees:

Filing Fee:	\$ 35.00
Registered Agent Designation:	\$ 35.00
Certified Copy:	\$ 8.75
Total	<hr/> \$78.75

I would sincerely appreciate your filing the enclosed Articles of Incorporation and then mailing to us a certified copy of the filed Articles.

Should you have any questions, please do not hesitate to contact me. Thank you for your assistance in this regard.

Very truly yours,


S.I. VALBH

FILED
99 AUG 25 PM 6:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SIV/kkm
Enclosures
cc: Mrs. Lap N. Trinh (w/enclosure)

ARTICLES OF INCORPORATION

OF

TONY'S GROCERY, INC.

FILED
99 AUG 25 PM 6:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME: The name of this Corporation is TONY'S GROCERY, INC., and its address is 1345 North Grandview Street, Mount Dora, Florida 32757.

ARTICLE II

DURATION: This Corporation shall exist perpetually.

ARTICLE III

PURPOSE: The purpose is to engage in any activities or business permitted in the laws of the United States and Florida.

ARTICLE IV

CAPITAL STOCK: The Corporation shall have the authority to issue ONE THOUSAND (1,000) shares of stock, all of one class, FIVE DOLLAR (\$5.00) par value.

ARTICLE V

PREEMPTIVE RIGHTS: Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class and series as that which he already holds, shall have the right to purchase his pro rata share thereof, as nearly as may be done without issuance of fractional shares at the price at which it is offered to others.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT: The street address of the initial registered office and Resident Agent of this Corporation is 1345 North Grandview Street, Mount Dora, Florida 32757, and the name of the initial Registered Agent and Resident Agent of this Corporation at that address is Lap N. Trinh.

ARTICLE VII

INITIAL BOARD OF DIRECTORS: This Corporation shall have three Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws but shall never be less than one. The names and addresses of the initial Directors of this Corporation are:

Lap N. Trinh
1345 North Grandview Street
Mount Dora, Florida 32757

Cuong P. Trinh
1345 North Grandview Street
Mount Dora, Florida 32757

Dung Kim Trinh
1345 North Grandview Street
Mount Dora, Florida 32757

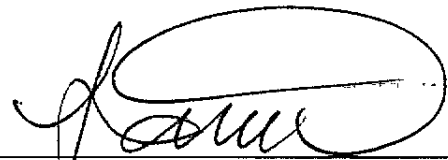
ARTICLE VIII

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

Lap Nguyen Trinh
1345 North Grandview Street
Mount Dora, Florida 32757

ARTICLE IX

POWER TO AMEND BYLAWS: The Bylaws can only be amended by a fifty-one (51%) percent majority vote of the outstanding shares.



LAP NGUYEN TRINH

STATE OF FLORIDA
COUNTY OF LAKE

The foregoing instrument was acknowledged before me this 23rd day of August, 1999, by LAP NGUYEN TRINH,

- () who is personally known to me and did not take an oath.
- (X) who has produced Fla. Drivers License as identification and did take an oath stating she was indeed the person set forth herein.




Sandip Valbh
My Commission CC751718
Expires June 16, 2002

Sandip Valbh
NOTARY PUBLIC - State of Florida
My Commission Expires:

ACCEPTANCE OF REGISTERED AND RESIDENT AGENT

I, LAP NGUYEN TRINH, hereby accept the position of Registered and Resident Agent for TONY'S GROCERY, INC.


LAP NGUYEN TRINH

FILED
AUG 25 PM 6:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA