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******70 . 00 CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known): Joods Walk In Pick Up Time Certified Copy Mail Out Certificate of Status RUSH Will Wait Certificate of Good Standing Photocopy ARTICLES ONLY ALL CHARTER DOCS ENEW:FILINGS - AMENDMENTS Amendment Non-Profit Resignation of R.A. Officer/Director Limited Liability Change of Registered Agent Certificate of FICTITIOUS NAME Domestication Dissolution/Withdrawai Other Merger FICTITIOUS NAME SEARCH CORP SEARCH **EXOTHER FILINGS** REGISTRATION/QUALIFICATION Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark Other Ordered By:

ARTICLES OF INCORPORATION

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 the corporation shall be:

DELI-FRESH FOODS, INC.

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ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

The principal place of business and address of this corporation shall be:

1750 E. Lake Mary Boulevard Sanford, Florida 32773

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

- 1. Shares. The total number of shares which the corporation shall have the authority to issue is 150,000 shares which shall be divided into classes of which 50,000 shares without par value shall be designated Preferred Stock and 100,000 shares without par value shall be designated common stock of which 50,000 are Class A Common Shares and 50,000 are Class B Common Shares.
- 2. <u>Common Shares</u>. The relative rights, preferences and limitations of the Class A Common Shares and Class B Common shares are identical in all respects, except that the voting power for the election of directors and for all other purposes is vested exclusively in the holders of the Class A Common Shares, and, except as otherwise required by law, the holders of Class B Common Shares are not to have any voting power or be entitled to receive notice of meetings of shareholders. In all matters in which they have the right to vote, the holders of Class A Common Shares have one vote per share and the holders of Class B Common Shares have one vote per share.
- 3. <u>Preferred Stock.</u> The board of directors is authorized, subject to limitations prescribed by law, to provide for the issuance of shares of Preferred Stock in one or more series, to establish the number of shares to be included in each series, and to fix the designation, powers, preferences, and rights of the shares of each series, and any qualifications, limitations, or restrictions thereof.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

The name and Florida street address of the initial registered agent are:

NationsCorp Registered Agents, Inc. 526 E. Park Avenue Tallahassee, Florida 32301

The name and address of the incorporator of these Articles of Incorporation are:

Ronald M. Gates, Esquire Payne, Gates, Farthing & Radd, P.C. **Dominion Tower** 999 Waterside Drive, Suite 1515 Norfolk, VA 23510-3309

Signature/Incorporator

(An additional article must be added if an effective date is requested.)

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

ture/Registered Agent

Betty B. Young Assistant Secretary

October 22, 1999