TRANSMITTAL LETTER Department of State TRANSMITTAL LETTER

Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

100003065711--7 -12/03/33--01075--007 *****78.75 *****78.75

arra ve ce	Grocery2.com,	Inc.		- · ·
SUBJECT:	(Proposed corporate name - must include suffix)			
Enclosed is an origin \$70.00 Filing Fee	al and one(1) copy of the article \$78.75 Filing Fee & Certificate of Status	es of incorporation and a \$78.75 Filing Fee & Certified Copy	check for: \$87.50 Filing Fee, Certified Copy & Certificate of	
		ADDITIONAL CO	Status	
FROM	M: Chin-Sheng Ch Name (F	en Printed or typed)	A S	030 ee
	14440 SW 110th Street Address			FILED
	Miami, FL City	Miami, FL 33186 City, State & Zip		 ଫୁ
	(305) 348 Daytime	-3753 Telephone number	a	gamen i i i i i i i i i i i i i i i i i i i

NOTE: Please provide the original and one copy of the articles.

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:

GROCERY2.COM, INC.

PRINCIPAL OFFICE ARTICLE II

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

14440 SW 110th Street, Miami, FL 33186

SHARES ARTICLE III

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

40,000,000

INITIAL REGISTERED AGENT AND STREET ADDRESS

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

Chin-Sheng Chen 14440 SW 110th Street, Miami, FL 33186

INCORPORATOR ARTICLE V

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

Chin-Sheng Chen 14440 SW 110th Street, Miami, FL 33186

Signature/Incorporate

December 3, 1999

(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 stated 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

Chin Shang - Cher Signature/Registered Agent