

**CORPORATE  
ACCESS,  
INC.**

236 East 6th Avenue . Tallahassee, Florida 32303

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1.) S + M Supermarkets Inc.  
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T. SMITH DEC 22 1999

ARTICLES OF INCORPORATION  
OF  
J & M SUPERMARKETS, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscribers, each a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida, and adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation shall be J & M SUPERMARKETS, INC.

ARTICLE II - PRINCIPAL PLACE OF BUSINESS

The initial principal place of business of this corporation in the State of Florida shall be 1110 Mason Ave, Daytona Beach, FL 32117, Volusia County, Florida. The Board of Directors from time to time may move the principal office to any other address in Florida.

ARTICLE III - NATURE OF BUSINESS

The general purposes for which the corporation is organized are:

1. To transact any lawful business for which corporations may be incorporated under the laws of Florida;
2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.
3. To operate for profit under subchapter S of the Internal Revenue Code.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of common stock that this

corporation is authorized to have outstanding at any one time is One Hundred Shares, having a par value of One Dollar per share.

#### ARTICLE V - REGISTERED AGENT

The name of the initial registered agent of the corporation shall be Brian R. Toung. The street address of the initial registered office shall be Brian R. Toung, P.A., 213 Silver Beach Avenue, Daytona Beach, Volusia County, Florida 32118.

#### ARTICLE VI - INITIAL CAPITAL

The amount of capital with which this corporation will begin business is TEN DOLLARS other valuable consideration.

#### ARTICLE VII - TERM OF EXISTENCE

This corporation is to exist perpetually.

#### ARTICLE VIII - DIRECTORS

This corporation shall initially have Two Directors. The names and street addresses of the initial members of the Board of Directors are:

<u>Name</u>	<u>Address</u>
John L. Erthal, Jr.	1110 Mason Ave., Daytona Beach, FL 32117
Mary Y. Erthal	1110 Mason Ave., Daytona Beach, FL 32117

#### ARTICLE IX - INCORPORATOR

The name and street address of each incorporator to these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
John L. Erthal, Jr.	1110 Mason Ave. Daytona Beach, FL 32117

#### ARTICLE X - AMENDMENT

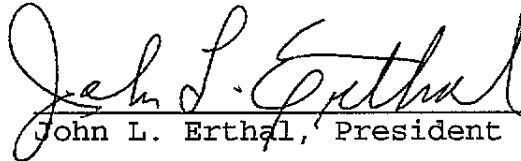
This corporation reserves the right to amend or repeal any

provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder is subject to this reservation.

ARTICLE XI - PRE-EMPTIVE RIGHTS

Every stockholder, upon the sale for cash or any new stock of the same kind, class or 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 the issuance of fractional shares) at the price at which it is offered to others; which price, in the case of par value shares, may be in excess of par.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 21st day of December, 1999.

  
John L. Erthal, President

STATE OF FLORIDA  
COUNTY OF VOLUSIA

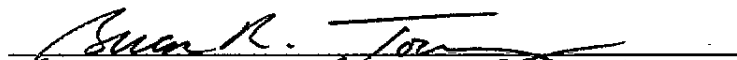
I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgements, personally appeared **John L. Erthal, Jr.**, to me known to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed the same.

(Notary, please check below)

1. ☒ Personally known to me  
2. ☒ Who has produced FL DL as identification.  
AND  
☒ Who did not take an oath  
☐ Who did take an oath

SWORN TO AND SUBSCRIBED before me  
this 21 day of December, 1999.

[Notary Seal]

  
Printed Name: Brian R. Young  
Notary Public  
State and County Aforesaid.  
My commission expires:

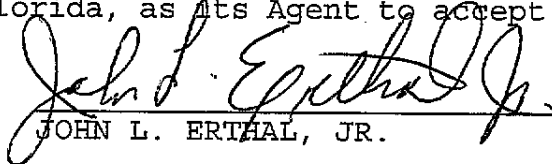


Brian R. Young  
MY COMMISSION # CC858270 EXPIRES  
August 17, 2003  
BONDED THRU TROY FAIN INSURANCE, INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with Section 48.091, Florida Statutes, the following is submitted:

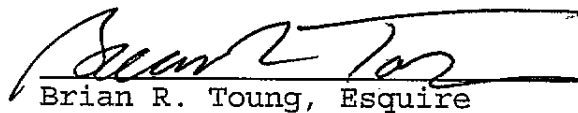
That J & M SUPERMARKETS, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Daytona Beach, State of Florida, has named Brian R. Toung, Esquire, located at 213 Silver Beach Avenue, City of Daytona Beach, State of Florida, as its Agent to accept service of process within Florida.

  
JOHN L. ERTAL, JR.

Title: President

Date: 12/21/99

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

  
Brian R. Toung, Esquire

Date: 12/21/99

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA