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STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State  
Corporations Division  
100 North Main Street  
Providence, Rhode Island 02903-1335

BUSINESS CORPORATION

**FILED**

JAN 27 2000

ARTICLES OF INCORPORATION

(To Be Filed In Duplicate Original) By [Signature] #9 236763

RECEIVED  
CORPORATIONS DIVISION  
JAN 27 11 03 AM '00

The undersigned acting as incorporator(s) of a corporation under Chapter 7-1.1 of the General Laws, 1956, as amended, adopt(s) the following Articles of Incorporation for such corporation:

1. The name of the corporation is SUN & DAWN, INC.

(This is a close corporation pursuant to § 7-1.1-51 of the General Laws, 1956, as amended.) (Strike if inapplicable.)

2. The period of its duration is (if perpetual, so state) PERPETUAL

3. The specific purpose or purposes for which the corporation is organized are:  
THE OWNERSHIP, LEASING AND MANAGEMENT OF GROCERY STORES  
(GENERAL LINE)

4. The aggregate number of shares which the corporation shall have authority to issue is:

(a) If only one class: Total number of shares 1000 (If the authorized shares are to consist of one class only state the par value of such shares or a statement that all of such shares are to be without par value.):

NO PAR VALUE

or

(b) If more than one class: Total number of shares \_\_\_\_\_ (State (A) the number of shares of each class thereof that are to have a par value and the par value of each share of each such class, and/or (B) the number of such shares that are to be without par value, and (C) a statement of all or any of the designations and the powers, preferences and rights, including voting rights, and the qualifications, limitations or restrictions thereof, which are permitted by the provisions of Chapter 7-1.1 of the General Laws, 1956, as amended, in respect of any class or classes of stock of the corporation and the fixing of which by the articles of association is desired, and an express grant of such authority as it may then be desired to grant to the board of directors to fix by vote or votes any thereof that may be desired but which shall not be fixed by the articles.):

5. Provisions, if any, dealing with the preemptive right of shareholders pursuant to § 7-1.1-24 of the General Laws, 1956, as amended: The corporation shall have the right, in case of sale of any stock by any stockholder to purchase said stock at the lowest price at which such stockholder is willing to sell the same before such stock may be sold to any other party.

6. Provisions, if any, for the regulation of the internal affairs of the corporation:

The common stock without par value, may be issued by the corporation from time to time, as agreed by the stockholders.

7. The address of the initial registered office of the corporation is 575 SOUTH MAIN STREET (Street Address, not P.O. Box)  
WOONSOCKET, RI 02895 and the name of its initial registered agent  
(City/Town) (Zip Code)  
at such address is MAHER TANBAKJI  
(Name of Agent)

8. The number of directors constituting the initial board of directors of the corporation is — 0 — and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are: (If this is a close corporation pursuant to Section 7-1.1-51 of the General Laws, 1956, as amended, and there shall be no board of directors, state the titles of the initial officers of the corporation and the names and addresses of the persons who are to serve as officers until the first annual meeting of shareholders or until their successors be elected and qualify.)

Title	Name	Address
<u>PRES.</u>	<u>MAHER TANBAKJI</u>	<u>575 SOUTH MAIN ST, WOONSOCKET, RI 02895</u>
<u>V. PRES.</u>	<u>OMAR BUKAI</u>	<u>575 SOUTH MAIN ST, WOONSOCKET, RI 02895</u>
<u>TREASURER</u>	<u>OMAR BUKAI</u>	<u>575 SOUTH MAIN ST, WOONSOCKET, RI 02895</u>
<u>SECRETARY</u>	<u>MAHER TANBAKJI</u>	<u>575 SOUTH MAIN ST, WOONSOCKET, RI 02895</u>

9. The name and address of each incorporator is:

Name	Address
<u>MAHER TANBAKJI</u>	<u>575 SOUTH MAIN ST, WOONSOCKET, RI 02895</u>
_____	_____
_____	_____

10. Date when corporate existence is to begin Immediately  
(not prior to, nor more than 90 days after, the filing of these articles of incorporation)

Date: 1/25/00

Mahe Tanbakji  
Signature of each Incorporator

STATE OF Rhode Island  
COUNTY OF Providence

In No. Smithfield, on this 25 th day of January, 2000, personally appeared before me Maher Tanbakji

each and all known to me and known by me to be the parties executing the foregoing instrument, and they severally acknowledged said instrument by them subscribed to be their free act and deed.

Donna Allen  
DONNA ALLEN  
Notary Public - Rhode Island  
My Commission Expires November 10, 2003  
My Commission Expires: \_\_\_\_\_

RI Lic 9016588  
3-23-63-02