

TRANSMITTAL LETTER

P99000100426

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

SUBJECT: Ocean Fresh Seafood Market of St.Petersburg, Inc.
(Proposed corporate name - must include suffix)

800003044438--6
-11/15/99--01117--005
*****70.00 *****70.00

Enclosed is an original and one(1) copy of the art

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Phat V. To
Name (Printed or typed)

5932-46th Ave. No.
Address

Kenneth City, Fl 33709
City, State & Zip

(727) 822-4100
Daytime Telephone number

99 NOV 15 PM 3:21
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

T. Burch NOV 16 1999

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Ocean Fresh Seafood Market of St. Petersburg, Inc.

ARTICLE II PRINCIPAL OFFICE

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

Ocean Fresh Seafood Market of St. Petersburg, Inc.
2701-4th St. No.
Unit 102
St. Petersburg, Fl 33704

ARTICLE III SHARES

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

One Thousand shares of common stock with a par value
of One Dollar per share.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Phat V. To
5932-46th Ave. No.
Kenneth City, Fl 33709

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Phat V. To
5932-46th Ave No.
Kenneth City, Fl 33709

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

12th day of November, 19 99

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



Signature

Signature

Signature

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is Ocean Fresh Seafood Market of St.Petersburg, Inc.

2. The name and address of the registered agent and office is:

Phat V. To
(NAME)

5932-46th Ave. No.
(P. O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Kenneth City, Fl 33709
(CITY/STATE/ZIP)

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STATE OF FLORIDA
TALLAHASSEE, FLORIDA

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.


(SIGNATURE)

11-12-99
(DATE)