



THE UNITED STATES CORPORATION COMPANY

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ACCOUNT NO. : 072100000032

REFERENCE : 633912 Patucia Pzyto .80531A

AUTHORIZATION :

COST LIMIT : \$ 125.00

FILED 00 MAR 22 PM 3:19 SECRETARY OF STATE TALLAHASSEE, FLORIDA

ORDER DATE : March 22, 2000

ORDER TIME : 12:13 PM

ORDER NO. : 633912-005

CUSTOMER NO: 80531A

CUSTOMER: William B. Watson, Iii, Esq WATSON FOLDS STEADHAM WATSON FOLDS STEADHAM 527 East University Avenue Gainesville, FL 32601

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DOMESTIC FILING

NAME: BOSTON SEAFOOD WHOLESALE LLC

RECEIVED 00 MAR 22 PM 2:21 DEPARTMENT OF STATE DIVISION OF CORPORATIONS TALLAHASSEE, FLORIDA

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini

EXAMINER'S INITIALS:

Handwritten L00-3257 and a table with rows for Name, Availability, Document Examiner, Updater, and Updater Verifier, each with handwritten initials.

ARTICLES OF ORGANIZATION OF BOSTON SEAFOOD WHOLESale a
LIMITED LIABILITY COMPANY

The undersigned, being authorized to execute and file these Articles of Organization, hereby certify that:

ARTICLE I — Name:

The name of the limited liability company (hereinafter referred to as the "Company") is "BOSTON SEAFOOD WHOLESale LLC."

ARTICLE II — Address:

The mailing address and street address of the principal office of the Limited Liability Company is: 900 SW 62nd Blvd, Apt. J-59, Gainesville, FL 32607.

ARTICLE III — Duration:

The period of duration for the Limited Liability Company shall be: Perpetual unless the Company is earlier dissolved as provided in these articles of organization.

ARTICLE IV — Management:

The LLC is to be managed by the members and the names and addresses of the Managing Members are:

William B. Watson, III, 527 East University Avenue, Gainesville, FL 32601

ARTICLE V — Admission of Additional Members:

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VI — Members' Rights to Continue Business:

The company shall be dissolved on the death, bankruptcy, or dissolution of a member manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members.

ARTICLE VII — Limitation on Agency Authority of Members

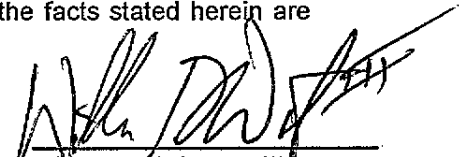
Pursuant to Section 608.424 of the Florida Limited Liability Company Act, no member of the Company shall be an agent of the Company solely by virtue of being a member, and no member shall have authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a member.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
MAR 22 PM 3:19

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IN WITNESS WHEREOF, we have signed these Articles of Organization and acknowledged them to be our act on March 21, 2000.

(In accordance with Section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)



William B. Watson, III

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00 MAR 22 PM 3:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

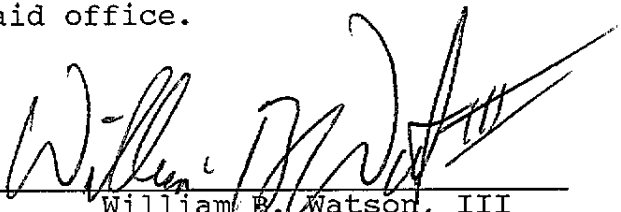
In pursuance of Chapter 608, Florida Statutes, the following is submitted, in compliance with said Act:

First -That Boston Seafood Wholesale LLC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Organization, at City of Gainesville, County of Alachua, State of Florida, has named William B. Watson, III, located at 527 East University Avenue, City of Gainesville, County of Alachua, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

BY: _____


William B. Watson, III
Resident Agent

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TALLAHASSEE, FLORIDA

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