

N96000001036

LAW OFFICES
J. PATRICK FLOYD, P. A.

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POST OFFICE DRAWER 980
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20 AVENUE D, SUITE 208
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APALACHICOLA, FLORIDA 32000
(904) 880-8088
655 2707

February 20, 1996

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State of Florida
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32301

EFFECTIVE DATE
2-20-96

Re: Articles of Incorporation
Florida Shrimpers Association, Inc.

Dear Ladies and Gentlemen:

Please find enclosed the original and one copy of Articles of Incorporation for a non-profit corporation, Florida Shrimpers Association, Inc., together with my check in the amount of \$122.50 to cover the filing fee. Please file the original Articles of Incorporation and return a certified copy to me.

Thank you for your cooperation and assistance in this matter.

Peggy GAVE
AUTHORIZATION BY PHONE TO
CORRECT THE ADDRESS &
all principle officers
DATE JPF/pb 2/22/96
DOC. EXAM. BR
Enclosure: as stated

Very truly yours,

J. Patrick Floyd
J. Patrick Floyd

FILED
66 FEB 23 AM 9:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(1) Must have 3 directors
(2) Must have 3 officers
(3) Principal officers

B. REGISTERED FEB 26 1996.

RECORDED
2-20-76

FILED

96 FEB 23 AM 9:45

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

FLORIDA SHRIMPERS ASSOCIATION, INC.

The undersigned, acting as incorporators of a corporation not for profit under Florida Statutes, Chapter 617, adopt the following Articles of Incorporation for such corporation not for profit:

ARTICLE I - NAME

The name of the corporation is FLORIDA SHRIMPERS ASSOCIATION, INC. Avenue D and Water Street, Apalachicola, FL 32329.

ARTICLE II - PURPOSE

The purpose for which this corporation not for profit is organized and created is to prevent laws and rules that attempt to further reduce the rights of commercial shrimpers and fisherman and result in the elimination of the rights of our Florida consumers to have access through us to their fresh seafood from Florida.

ARTICLE III - MEMBERSHIP

The qualifications for members and their manner of admission shall be stated and set forth in the Bylaws of this corporation.

ARTICLE IV - DIRECTORS

The corporation shall have three (3) Directors initially. The number of Directors may be increased or diminished from time to time by the Bylaws, but shall never be less than three (3) or more than nine (9).

ARTICLE V - INITIAL DIRECTORS

The name and addresses of the initial Directors who shall hold office until their successors are elected and have qualified are:

NAME

ADDRESS

Bruce Millender

P. O. Box 506
Apalachicola, FL 32329

Steve Davis

455 Highway 98 West
Apalachicola, FL 32220

Pat McFarland

405 Woodward Avenue
Pt. St. Joe, FL 32456

ARTICLE VI - INCORPORATORS

NAME	ADDRESS
Bruce Millendor	P. O. Box 506 Apalachicola, FL 32329
Steve Davis	455 Highway 98 West Apalachicola, FL 32220

ARTICLE VII - TRANSACTIONS IN WHICH DIRECTORS ARE INTERESTED

In the event that the corporation enters into contracts or transacts business with one or more of its Directors, or with any firm of which one or more of its Directors are members or employees, or with any other corporation or association of which one or more of its Directors are shareholders, directors, officers or employees, such contract shall not be invalidated or in anywise affected by the fact that such Director or Directors have or may have interests therein which might be adverse to the interests of the corporation, even though the vote of the Director or Directors having such adverse interests shall have been necessary to obligate the corporation upon such contract or obligation.

PROVIDED, HOWEVER, that in any such case the fact of such interest shall be disclosed to the other Directors or shareholders acting upon or in reference to such contract or transaction. No Director or Directors having disclosed such adverse interests shall be liable to the corporation or to any shareholder or creditor thereof or to any other person for any loss incurred by it under or by reason of any such contract or transaction, nor shall any such Director or Directors be accountable for any gains or profits realized thereon. PROVIDED, also, that such contract or transaction shall, at the time at which it was entered into, have been a reasonable one to have been entered into and shall have been upon terms that, at the time, were fair.

ARTICLE VIII - INDEMNIFICATION OF DIRECTORS AND OFFICERS

Each Director and officer of the Corporation, whether or not then in office, shall be indemnified by the corporation against all costs and expenses reasonably incurred or imposed upon him in connection with or arising out of any claim, demand, action, suit or proceedings in which he may be involved or to which he may be made a party by reason of his being or having been a Director or officer of the corporation (said expenses to include attorney's fees and the costs of reasonable settlements

made with a view of curtailment of costs of litigation), except in such action, suit or proceedings to have been derelict in the performance of his duty, as such officer or Director. Such right of indemnification shall be exclusive of any other rights to which a Director or officer may be entitled as a matter of law, and the rights of indemnification shall inure to the benefit of the heirs, executors and the administrators of any such Director or officer.

ARTICLE IX - EFFECTIVE DATE

These Articles of Incorporation shall be effective upon subscription and acknowledgment of these Articles, except that in the event the Articles are not filed with the Department of State of Florida within five (5) days, exclusive of legal holidays, after subscription and acknowledgment hereof, corporate existence shall begin when these Articles are filed with the Department of State.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation, this 20th day of February, 1996.


BRUCE MILLENDER


STEVE DAVIS

STATE OF FLORIDA
COUNTY OF FRANKLIN

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared BRUCE MILLENDER, known to me and known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he subscribed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 26th day of February, 1996.


NOTARY PUBLIC, STATE OF FLORIDA
MY COMMISSION EXPIRES

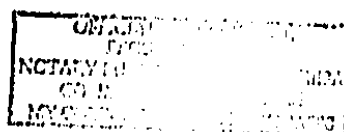
STATE OF FLORIDA
COUNTY OF FRANKLIN

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared STEVE DAVIS, known to me and known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he subscribed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 20th day of February, 1996.



NOTARY PUBLIC, STATE OF FLORIDA
MY COMMISSION EXPIRES:



IN PURSUANCE OF CHAPTER 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED, IN COMPLIANCE WITH SAID ACT:

FIRST, that FLORIDA SHRIMPERS ASSOCIATION, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at City of Apalachicola, County of Franklin, State of Florida, has named BRUCE MILLENDER, P. O. Box 506, Apalachicola, Franklin County, Florida as its agent to accept service of process within this State. Avenue D and Water Street, Apalachicola, FL 32329.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at 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:


BRUCE MILLENDER

FILED
96 FEB 23 AM 9:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA