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WERSHOW AND SCHNEIDER, P. A.

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JONATHAN F. WERSHOW
PAMELA A. SCHNEIDER
DIANE L. GUILLEMETTE

JAMES S. WERSHOW
1912-1985

June 24, 1998

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***122.50 ***122.50

Secretary of State
Division of Corporations
The Capitol
Tallahassee, Florida 32304

RE: Hidden Coast Shellfish Producers
Association, Inc.

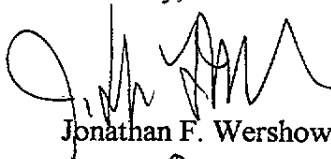
To Whom It May Concern:

Enclosed please find the following:

1. Articles of Incorporation in duplicate.
2. Designation of Registered Agent in duplicate.
3. Check in the amount of \$122.50

Please send the certified copy under seal directly to me. If you have any questions please contact me. Thank you for your assistance in this matter.

Sincerely,


Jonathan F. Wershow
↑

JFW/apm
Enclosures

GAVE
AUTHORIZATION BY PHONE TO
CORRECT Articles
DATE 6-26-98
DOC. EXAM chem

DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

98 JUN 25 PM 3:46

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98 JUN 25 PM 3:46
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

HIDDEN COAST SHELLFISH PRODUCERS ASSOCIATION, INC.

The undersigned, acting as incorporators of a corporation pursuant to Chapter 617 & 618 Florida Not-for-Profit Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE I: NAME

The name of this corporation is HIDDEN COAST SHELLFISH PRODUCERS ASSOCIATION, INC.

ARTICLE II: CORPORATION'S PRINCIPAL OFFICE

The street address of the initial principal office of the corporation is City Hall, 5th Avenue, East, Horseshoe Beach, Florida 32648. The mailing address of the corporation is the same.

ARTICLE III: DURATION

The duration of this Corporation is perpetual.

ARTICLE IV: NATURE OF BUSINESS

The general purposes for which the corporation is organized are:

- (1) Producing, marketing or selling shellfish or other products of shellfish, or any other aquacultural or agricultural products;
- (2) The growing, harvesting, preserving, drying, processing, canning, packaging, storing, warehousing, shipping, or utilizing of such shellfish or other aquacultural or agricultural products; or

(3) The manufacturing or marketing of the by-products of such shellfish, or other aquacultural or agricultural products; or

(4) In connection with any of the activities mentioned here; or supplies; or

(5) The manufacturing, selling or supplying of machinery, equipment, or supplies;
or

(6) In the financing of any of the above enumerated activities; or

(7) In performing or furnishing business or educational services for those engaged in the production of such shellfish or other aquacultural or agricultural products as bona fide producers of aquacultural or agricultural products or in any one or more of the activities specified herein; to include but not necessarily limited to:

(a) To promote the agricultural interests of the State; especially the aquatic producers of the State;

(b) To promote, encourage, foster and facilitate the economical, orderly, and efficient production, distribution and sale of aquatic products;

(c) To serve as an agency through which aquatic producers may voice their interests and requests for service as research, Extension work, regulatory work and other services offered by public agricultural agencies, and suggest changes in such work and services when in the interest of its members.

(d) To act as a representative of aquatic producers in legislative matters of special interest and concern to their businesses.

(e) To establish a code of ethical practices for the guidance of aquatic producers in the production and sale of their products.

(f) To promote harmony and good will among aquatic producers and allied interests.

(g) To join with other statewide commodity organizations in forming councils or federations for the purpose of carrying out any of the purposes listed above.

ARTICLE V: LIMITATION OF CORPORATE POWERS

The corporate powers of this corporation are as provided in Section 617.0302 of the Florida Statutes.

ARTICLE VI: INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and the street address of the initial registered agent is: W. D. Higginbotham, Jr., 2009 N.W. 67th Place, Suite A, Gainesville, Florida 32643.

ARTICLE VII: DIRECTORS

This Association shall have five (5) directors, initially. The number of directors may be increased or diminished from time to time by by-laws adopted by the members eligible to vote, but shall never be less than three (3). The Board of Directors shall be classified in such a manner that, of the first elected Board of Directors, one (1) shall be elected for one (1) year; two (2) for two (2) years; and two (2) for three (3) years, and thereafter all directors shall be elected for three (3) years.

ARTICLE VIII: INITIAL INCORPORATORS/DIRECTORS

The names and street addresses of the incorporators and directors are:

<u>NAME</u>	<u>ADDRESS</u>
Jerry Fulford	Raulerson Street Cross City, Florida
David Capo	Highway 351 Cross City, Florida
Joe Spradley	3001 Oak Hill Street Lake City, Florida
Pamela Colson	Lot 569 Stripling Street Suwannee, Florida
Edward Ellison	7th Avenue West Horseshoe Beach, Florida

ARTICLE IX: FEDERAL INCOME TAX EXEMPTION

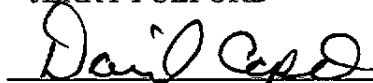
Anything in these articles of incorporation to the contrary notwithstanding, the purpose or purposes for which this corporation is organized are limited to those that will qualify it as an exempt organization under Internal Revenue Code Section 501(c)(5), including, for those purposes, the making of distributions to organizations that qualify as tax-exempt organizations under the Internal Revenue Code.

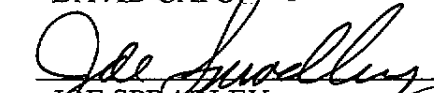
This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation. This corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

No part of the net earnings, properties or assets of this corporation, on dissolution or otherwise, shall inure to the benefit of any private person or individual or any member or director of this corporation. On liquidation or dissolution all properties and assets of this corporation remaining after paying or providing for all debts and obligations shall be distributed and paid over to a fund, foundation or corporation organized and operated for charitable or religious purposes designated by the board of directors which shall at the time qualify as a tax-exempt organization under Internal Revenue Code Section 501(c)(5), or as that statute may be amended.

The undersigned incorporators have executed these Articles of Incorporation this 4th day of June, 1998.


JERRY FULFORD


DAVID CAPO


JOE SPRADLEY

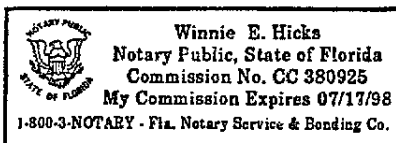

PAMELA COLSON


EDWARD ELLISON

STATE OF FLORIDA

COUNTY OF DIXIE

The foregoing instrument was acknowledged before me this 28th day of MAY, 1998 by JERRY FULFORD who is personally known to me or who has produced a driver's license as identification and who did take an oath.

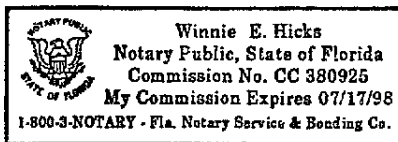


Winnie E. Hicks
NOTARY PUBLIC
My Commission Expires: 07/17/98

STATE OF FLORIDA

COUNTY OF DIXIE

The foregoing instrument was acknowledged before me this 28th day of MAY, 1998 by DAVID CAPO who is personally known to me or who has produced a driver's license as identification and who did take an oath.

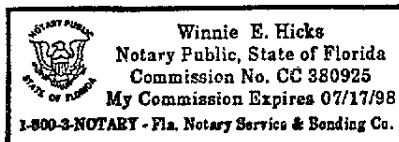


Winnie E. Hicks
NOTARY PUBLIC
My Commission Expires: 07/17/98

STATE OF FLORIDA

COUNTY OF DIXIE

The foregoing instrument was acknowledged before me this 28th day of MAY, 1998 by JOE SPRADLEY who is personally known to me or who has produced a driver's license as identification and who did take an oath.

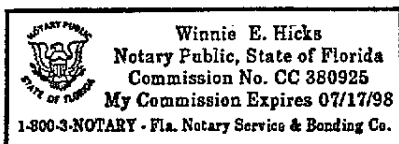


Winnie E. Hicks
NOTARY PUBLIC
My Commission Expires:

STATE OF FLORIDA

COUNTY OF DIXIE

The foregoing instrument was acknowledged before me this 4th day of JUNE, 1998 by PAMELA COLSON who is personally known to me or who has produced a driver's license as identification and who did take an oath.

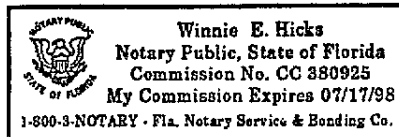


Winnie E. Hicks
NOTARY PUBLIC
My Commission Expires:

STATE OF FLORIDA

COUNTY OF DIXIE

The foregoing instrument was acknowledged before me this 28th day of MAY, 1998 by EDWARD ELLISON who is personally known to me or who has produced a driver's license as identification and who did take an oath.



Winnie E. Hicks
NOTARY PUBLIC
My Commission Expires: 07/17/98

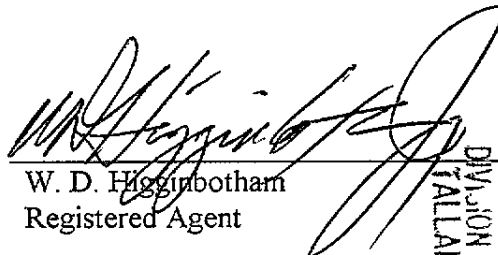
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That HIDDEN COAST SHELLFISH PRODUCERS ASSOCIATION, INC., desiring to organize under the laws of the State of Florida with its registered office, as indicated in the Articles of Incorporation at 2009 N.W. 67th Place, Suite A, Gainesville, Alachua County, Florida 32643, has named W. D. Higginbotham located at the above address 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.


W. D. Higginbotham
Registered Agent

DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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