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December 29, 1999

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

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****122.50 *****78.75

RE: Filing Articles of Incorporation and Designation of Registered agent for L&K Seafood, Inc..

Dear Sir or Madam:

Enclosed is 1 original and one exact copy of the Articles of Incorporation for the above-named proposed Florida corporation. Also enclosed is a check in the amount of \$122.50 representing payment of the following:

Filing Fee: \$35.00
Registered Agent Fee: \$35.00
Certified Copy Fee \$52.50

If you should have any questions, please do not hesitate to call.

With kindest regards, I remain,

Very Truly Yours,

R. Smallwood II
Robert T. Smallwood II

xc: File

FILED
JAN -3 AM 10:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ASR
1-10-00

**Articles of Incorporation
of
L&K Seafood, Inc.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I. Name and Address

The name of this corporation is L&K Seafood, Inc.. The address of the corporation and the principal office of this corporation is 329 Interstate Court, Sarasota, FL 34240.

Article II. Duration

This corporation shall exist perpetually commencing 5 days prior to the date of filing of these articles.

Article III. Purpose

This corporation is organized for the purpose of the wholesale sale of seafood and the purpose of transacting any or all lawful business.

Article IV. Capital Stock

This corporation is authorized to issue 300 shares of \$1.00 par value common stock shares of common stock without par value.

Article V. Preemptive Rights

Every shareholder, upon the sale for cash of any authorized and unissued stock of this corporation of the same kind, class or series as that which he already holds, shall have the right

to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article VI. Initial Registered Agent and Office

The street address of the initial registered agent of this corporation is 3846 Bay Club Circle, Apt 104, Kissimee, FL 34741 and the name of the initial registered agent of this corporation at that address is Lawrence C. Huston.

Article VII. Board of Directors

This Corporation shall have three directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

Article VIII. Initial Director

The names of the initial directors of this Corporation and their street addresses are:

Lawrence C. Huston, 3846 Bay Club Circle, Apt 104, Kissimee, FL 34741

Kevin T. Huston, 3846 Bay Club Circle, Apt 104, Kissimee, FL 34741

Michael Larsen 401 South Palm Avenue, Apt 7, Sarasota, FL 34236

Article IX. Incorporator

The name and address of the person signing these articles is, Lawrence C. Huston, 3846 Bay Club Circle, Apt 104, Kissimee, FL 34741.

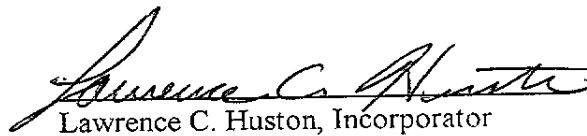
Article X. Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

Article XI. Amendment

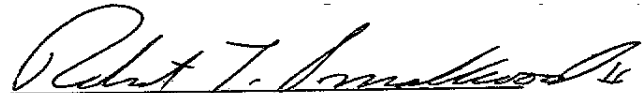
This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment to them. Any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF the undersigned subscriber has executed the articles of incorporation on December 29, 1999


Lawrence C. Huston, Incorporator

STATE OF FLORIDA
COUNTY OF SARASOTA

BEFORE ME, a Notary Public, personally appeared Lawrence C. Huston, who is personally known to me and who executed the foregoing Articles of Incorporation, and Acknowledged before me that he, subscribed to these Articles of Incorporation on December 29, 1999.



Robert T. Smallwood II, Notary Public, State
of Florida
My Commission Expires:
(Seal)



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for L&K Seafood, Inc., at the place designated in the Articles of Incorporation, Lawrence C. Huston, agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 relative to keeping open such office. I am familiar with and accept the obligations of the position of registered agent.

Dated: December 29, 1999.


Lawrence C. Huston, Registered Agent

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TALLAHASSEE, FLORIDA