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THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 646734 139997A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : March 31, 2000

ORDER TIME : 12:56 PM

ORDER NO. : 646734-005

CUSTOMER NO: 139997A

CUSTOMER: William H. Hallman, Iii, Esq
WILLIAM H. HALLMAN, III, ESQ
WILLIAM H. HALLMAN, III, ESQ
503 E. Jefferson Street

Brooksville, FL 34601

DOMESTIC FILING

NAME: WALKER'S GULF SHRIMP, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

RECEIVED
00 MAR 31 PM 1:36
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Articles of Incorporation

of

Walker's Gulf Shrimp, Inc.

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:

Walker's Gulf Shrimp, Inc.

ARTICLE II

DURATION

This corporation shall exist perpetually commencing on the date of the filing of these Articles of Incorporation with the Department of State.

ARTICLE III

PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE IV

PRINCIPLE OFFICE

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

14389 Rialto Avenue
Brooksville, Florida 34613

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
00 MAR 31 PM 2:05

ARTICLE V
CAPITAL STOCK

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

1000 shares authorized
\$5.00 par value per share

ARTICLE VI
INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Shirley Walker
14389 Rialto Avenue
Brooksville, Florida 34613

ARTICLE VII
INCORPORATOR(S)

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

Shirley Walker
14389 Rialto Avenue
Brooksville, Florida 34613

ARTICLE VIII
POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

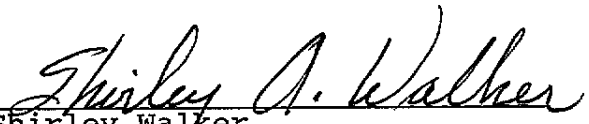
ARTICLE IX
INDEMNIFICATION

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

ARTICLE X
AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation this 30 day of March, 2000.


Shirley Walker

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 MAR 31 PM 2:05

Designation and Acceptance of
Registered Agent for a Florida Corporation

Pursuant to the provisions of F.S. 607.0501, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/agent in the State of Florida.

1. The name of the corporation is:

Walker's Gulf Shrimp, Inc.

2. The name of the registered agent is:

Shirley Walker

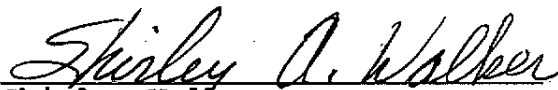
3. The address of the registered agent/registered office is:

14389 Rialto Avenue
Brooksville, Florida 34613

Acceptance

Having been named as registered agent and designated to accept service of process for the above corporation, 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.

Dated: March 30, 2000


Shirley Walker