

P000000 44644

April 19, 2000
4608 Riley Road
Milton, FL 32583

FLORIDA DEPARTMENT OF STATE
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

100003220751--5
-04/24/00--01112--012
*****78.75 *****78.75

RE: Southern Seafood, Inc.
Filing Articles of Incorporation

Dear Sir:

Enclosed herewith you will find the original and one copy of Articles of Incorporation for SOUTHERN SEAFOOD, INC. You will note we have enclosed a check in the amount of \$78.75, filing fee.

Should you have any questions, please contact me at 850-983-2572. Please return the original certified Articles to: C/O GARNET L. PYRITZ, 4608 Riley Road, Milton, FL 32583. Your assistance is greatly appreciated.

Sincerely,

GARNET L. PYRITZ

/tll

Enclosures

FILED
00 MAY - 2 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A. CHESLER

MAY 4 2000 10965

F. CHESLER APR 25 2000



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 26, 2000

GARNET L PYRITZ
4608 RILEY ROAD
MILTON, FL 32583

SUBJECT: SOUTHERN SEAFOOD, INC.
Ref. Number: W00000010905

We have received your document for SOUTHERN SEAFOOD, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 300A00022786

ARTICLES OF INCORPORATION

- OF -

SOUTHERN SEAFOOD OF PACE, INC.

FILED
00 MAY -2 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF SANTA ROSA

We the undersigned individuals, hereby associate ourselves for the purpose of becoming a Corporation under the laws of the State of Florida under the provisions of these Articles of Incorporation, it-wit:

Article I

The name of this corporation shall be **SOUTHERN SEAFOOD OF PACE, INC.**

Article II

The general nature of the business to be conducted by this Corporation shall be as follows, to-wit:

To engage in the sale of retail seafood. To purchase, hold, sell, improve and lease real estate, and mortgage and encumber the same, and to erect, manage, care for and maintain, extend and alter buildings thereon, within or without Florida. To acquire the good will, rights and property and to undertake the whole or any part of the assets and liabilities of any person, firm, association or corporation, to pay for the same in case, the stock of this company, bonds or otherwise, to hold or in any manner to dispose of, the whole or any part of the property so purchased, to conduct in any lawful manner the whole or any part of any business so acquired and to exercise all the powers necessary or convenient in and about the conduct and management of such business, within or without Florida.

To enter into, make and perform contracts of every kind for any lawful purpose, with any person, firm, association or corporation, town, city, county, body politic, state, territory, government of colony or dependency thereof, within or without the State of Florida.

To have one or more offices and to conduct any or all of its operations and business and to promote its objects, within or without the State of Florida, without restriction as to place or amount.

The objects and purposes specified herein shall be regarded as independent objects and purposes, and, except where otherwise expressed, shall be in no way limited or restricted by reference to or inference from the terms of any other clause or paragraph of these Articles of Incorporation. The foregoing shall be construed both as objects and powers and the enumeration thereof shall not be held to limit or restrict in any manner the general powers conferred on this Corporation by the laws of Florida.

Article III

The maximum number of shares of stock the Corporation is authorized to have outstanding at any time is One Hundred (100) shares of common stock with a par value of 40.00 per share and all of one class.

Article IV

The amount of capital with which the Corporation shall begin business shall be the sum of Thirty Thousand Dollars and no/100 (\$30,000.00).

Article V

The period of existence of this Corporation shall be perpetual.

Article VI

The street address of the registered office of the Corporation shall be: 5538 Highway 90, Pace, Florida 32571 and the initial registered Agent at that address is **GARNET L. PYRITZ**.

Article VII

The number of directors of this Corporation shall not be less than one (1) and no more than (10).

Article VIII

The name and post office address of the members of the first Board of Directors and the President who shall hold office for the first year of the Corporation's existence or until his/her successors are elected or appointed and have qualified are:

Board of Directors

GARNET L. PYRITZ – 4608 Riley Road, Milton, Florida 32583

CLARENCE L. PYRITZ – 4608 Riley Road, Milton, Florida 32583

GERARDA M. WALKER – 6990 Martin Road, Milton, Florida 32570

CRAIG WALKER – 6990 Martin Road, Milton, Florida 32570

Officers

GARNET L. PYRITZ – 4608 Riley Road, Milton, Florida 32583 - PRESIDENT

GERARDA M. WALKER – 6990 Martin Road, Milton, Florida 32570 – VICE PRESIDENT

Article IX

The names and addresses of the subscribers to these Articles of Incorporation are as follows:

GARNET L. PYRITZ – 4608 Riley Road, Milton, Florida 32583. Twenty-six (26) shares of common stock.

CLARENCE L. PYRITZ – 4608 Riley Road, Milton, Florida 32583. Twenty-five (25) shares of common stock.

GERARDA M. WALKER – 6990 Martin Road, Milton, Florida 32570. Twenty-five (25) shares of common stock.

CRAIG WALKER – 6990 Martin Road, Milton, Florida 32570. Twenty-four (24) shares of common stock.

Article X

By-laws not inconsistent with those adopted by the stockholders may be adopted by a two-thirds majority vote of the Board of Directors. By-laws may be adopted by a majority vote of the stockholders. No By-law shall become effective unless and until the same shall have been transcribed, entered and maintained in the Corporate By-law Record Book which shall be kept by the President and which shall at all reasonable times be open to inspection of any stockholder or Director.

IN WITNESS WHEREOF, the subscribers to these Articles of Incorporation have
hereunto set their hands and affixed their seals on this the 1st day of May,
2000.

Luisa Lawrence
H/W Reg

Garnet L. Pyritz
GARNET L. PYRITZ
Drivers' License # P632 292 69 925 0

Luisa Lawrence
H/W Reg

Clarence L. Pyritz
CLARENCE L. PYRITZ
Drivers' License # P632 112 61 301 0

Luisa Lawrence
H/W Reg

Gerarda M. Walker
GERARDA M. WALKER
Drivers' License # W426293716340

Luisa Lawrence
H/W Reg

Craig Walker
CRAIG WALKER
Drivers' License # W426 10162176 0

STATE OF FLORIDA

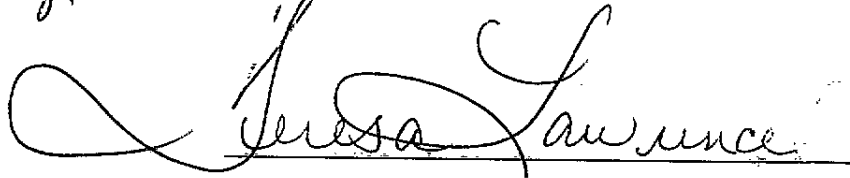
COUNTY OF SANTA ROSA

I DO HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, GARNET L. PYRITZ and CLARENCE L. PYRITZ, to me well known, and well known to me to be the Incorporators described in and who executed the foregoing Articles of Incorporation and they did acknowledge to and before me that they executed the same for the uses and purposes therein expressed.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal this the 1st day of May, 2000.

Identification:

personally
known



NOTARY PUBLIC



Teresa Lawrence
Commission # CG 843683
Expires July 24, 2003
Bonded Thru
Atlantic Bonding Co., Inc.

STATE OF FLORIDA

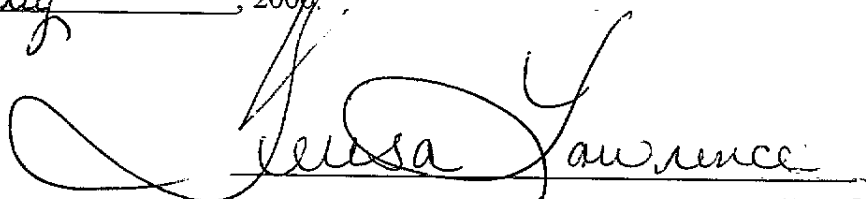
COUNTY OF SANTA ROSA

I DO HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, GERARDA M. WALKER and CRAIG WALKER, to me well known, and well known to me to be the Incorporators described in and who executed the foregoing Articles of Incorporation and they did acknowledge to and before me that they executed the same for the uses and purposes therein expressed.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal this the 1st day of May, 2000.

Identification:

personally
known



NOTARY PUBLIC



Teresa Lawrence
Commission # CG 843683
Expires July 24, 2003
Bonded Thru
Atlantic Bonding Co., Inc.

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 **SOUTHERN SEAFOOD OF PACE, INC.** desiring to organize under the laws of
the State of Florida with its principal office, as indicated in the Articles of Incorporation at 5538
Highway 90, Pace, Florida 32571 has named GARNET L. PYRITZ, located at 5538 Highway 90,
pace, Florida 32571 as its registered agent to accept service of process within the State of Florida.

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
provision of said Act relative to keeping open said office.

BY: Garnet L. Pyritz
REGISTERED AGENT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 MAY -2 AM 9:00

FILED