

Spira, Beadle & McGarrell, P.A.

Attorneys & Counselors at Law

5205 Babcock Street, N.E.
Palm Bay, Florida 32905

Jack B. Spira
James P. Beadle
Thomas P. McGarrell

Telephone: (321) 725-5000
Facsimile: (321) 724-6008

January 5, 2000

PD10000003942

Florida Division of Corporations
Bureau of Corporate Records
P.O. Box 6327
Tallahassee, FL 32314

FILED
01 JAN - 8 AM 9:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: Corporation of Fresh Catch Market & Eatery, Inc.

Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Incorporation of Fresh Catch Market & Eatery, Inc.

Also enclosed is our check in the amount of \$78.75 for the filing fee. Please return a certified copy to the undersigned in the enclosed self-addressed envelope.

Sincerely,



Thomas P. McGarrell

Enclosures

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ARTICLES OF INCORPORATION

OF

FRESH CATCH MARKET & EATERY, INC.

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TALLAHASSEE, FLORIDA

In compliance with the requirements of Chapter 607 of the Florida Statutes, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the Corporation ("Corporation") is FRESH CATCH MARKET & EATERY, INC.

ARTICLE II

The existence of the Corporation shall begin immediately.

ARTICLE III

The street address of the principal office of the Corporation is 1870 Merritt Island Causeway, Merritt Island, Florida 32952.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 100, par value \$.01 per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 5205 Babcock Street N.E., Palm Bay, Florida 32905. The initial registered agent for the Corporation at that address is Thomas P. McGarrell.

ARTICLE VI

The initial board of directors shall consist of two members. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one. The names

and addresses of the persons who will serve on the initial board of directors are:

Name	Address
<u>Michael E. Schnurbusch</u>	<u>1870 Merritt Island Causeway</u> <u>Merritt Island, Florida 32952</u>
<u>Masayasu Miyamoto</u>	<u>1870 Merritt Island Causeway</u> <u>Merritt Island, Florida 32952</u>

ARTICLE VII

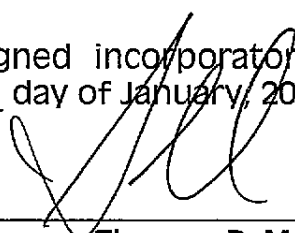
The names and street addresses of the persons signing these articles of incorporation are:

Name	Address
Thomas P. McGarrell	5205 Babcock Street N.E. Palm Bay, Florida 32905

ARTICLE VIII

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation on the 4 day of January, 2001.



Name: Thomas P. McGarrell

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Fresh Catch Market & Eatery, Inc. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501.



Name: Thomas P. McGarrell

Date: January 4, 2001.

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TALLAHASSEE, FLORIDA