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To:
Division of Corporations
Fax Number : (850)205-0381

From:
Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305)599-0839
Fax Number : (305)716-0346

FLORIDA PROFIT CORPORATION OR P.A.

KINDERCO, INC.

Certificate of Status	0
Certified Copy	1
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B. McKnight JUN 01 2001

ARTICLES OF INCORPORATION

Articles of Incorporation of Kinderco, Inc.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

Article 1: Name

The name of the Corporation shall be Kinderco, Inc.

Article 2: Place of Business

1. The principal place of business of this Corporation shall be within the State of Florida, and shall be deemed a resident Corporation of the State of Florida.

2. The current principal address of this Corporation within the State of Florida shall be:
9340 Carlton Rd., Port St. Lucie, FL. 34987

Article 3: Nature of Business

The principle form of business of this Corporation shall be aqua-farming. This Corporation may also engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory, or nation.

Article 4: Capital Stock

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is ONE THOUSAND, (1,000). Such shares shall be of a single class, and shall have \$1.00 par value. Such shares shall represent the common stock of the Corporation, with voting rights at one vote per one share of stock.

The Corporation is authorized to issue only one class of stock. Stock shall be issued and transferable only to natural persons who are not resident aliens.

Every shareholder, upon sale for cash of any new stock of this corporation, 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 5: Term of Existence

This Corporation is to exist perpetually until it is dissolved.

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Article 6: Incorporator(s)

1. The incorporators of this Corporation shall serve as the initial Board of Directors and officers of the Corporation for the first year of the Corporation's existence or until their successors are elected.
2. The names and addresses of the incorporators, and the offices they hold are
David Kern, 9340 Carlton Rd., Port St. Lucie, FL 34987, Secretary
Cheryl Kinder, 9340 Carlton Rd., Port St. Lucie, FL 34987, President

Article 7: Shareholder Rights

1. The shareholders shall have the right at any regular meeting, or at any special meeting called for such purpose, to remove and to elect the replacement of any director or officer of the Corporation with or without cause.
2. The shareholders shall have the right to at any shareholders meeting, in person or by proxy, be entitled to vote all or part of their outstanding shares for the transaction of the Corporation's business. The affirmative vote of the outstanding shareholders, shall be considered the act of the shareholders and shall be binding to the directors and officers of the Corporation.
3. The shareholders shall have the right to vote upon the amendment to these Articles of Incorporation, the change in the general nature of the Corporation, the dissolution of the Corporation, and the establishment of any Bylaws of the Corporation.

In witness whereof, the undersigned incorporators have executed these Articles of Incorporation this 19th Day of May, in the year of 2001.

Signatures of the Incorporators

Cheryl A. Kinder
David Kern

These Articles of Incorporation was prepared by:
Triple Check Income Tax Service
Biran C. Hemdon, EA
2506 Delaware Ave.
Ft. Pierce, FL 34947
(321) 277-8832

Certificate of Designation
Registered Agent/ Registered Office

Pursuant to the provisions of Section 607.325 Florida Statutes, the Undersigned Corporation organized under the laws of the State of Florida, submits the following statement in designating the registered office/ registered agent, in the State of Florida.

1. The name of the Corporation is Kinderco, Inc.
2. The name and address of the registered agent and office is:

Biran C. Herndon, EA
2506 Delaware Ave.
Ft. Pierce, FL 34947
(321) 277-8832

Signature: *Biran C. Herndon*

Title: SECRETARY

Date: 5/19/01

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, OF FLORIDA STATUTES.

Signature: *BAH*

Date: 5/19/01

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