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Florida Department of State
Division of Corporations
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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

FILED
02 APR 19 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.**ALL KEYS SEAFOOD, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	04 5
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION
OF

ALL KEYS SEAFOOD, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act,
hereby adopts the following Articles of Incorporation:

ARTICLE ONE
CORPORATE NAME

The name of this corporation is ALL KEYS SEAFOOD, INC.

ARTICLE TWO
DURATION

This corporation shall exist perpetually unless sooner dissolved according to law. The commencement of corporate existence of this corporation shall be on the date these Articles are filed by the Department of State.

ARTICLE THREE
PURPOSE

The general nature of the business of this corporation shall be any and all activities or businesses permitted under laws of the United States of America and the State of Florida.

ARTICLE FOUR
CAPITAL STOCK

The amount of total authorized capital stock of this corporation shall be 100 shares of common stock, no par value each share, and all such stock shall be payable in cash, property, labor or services at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

The said capital stock is being issued pursuant to Section 1244 of the Federal Internal Revenue Code

ARTICLE FIVE
PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new 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 thereof (as nearly may be done without issuance of fractional shares) at the price at which it is offered to others.

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ARTICLE SIX
REGISTERED OFFICE AND AGENT

The principal place of business of this corporation shall be 144 Harbor View Drive, Tavernier, Florida 33070, with the privilege of having branch offices at any other place, and the Registered Agent for service shall be:

Donald J. Kisslan, Esq.
4431 SW 64th Avenue, Suite 119
Davie, Florida 33314

ARTICLE SEVEN
INITIAL BOARD OF DIRECTORS

This corporation shall have three directors initially; the number of directors may be either increased or diminished from time to time by the By-Laws, but never shall be less than one.

The officers of this corporation shall be president, vice-president, secretary, treasurer or assistants thereof.

The names and post office addresses of the initial Board of Directors who shall hold office from the organization of this corporation to the first annual meeting thereof, or until their successors are elected and have qualified, are as follows:

Thomas Sayer	306 12 th Street Gulf Marathon, Florida 33050
Jon Galen	144 Harbor View Drive Tavernier, Florida 33070
Donald J. Kisslan	4431 SW 64 th Avenue, Suite 119 Davie, Florida 33314

ARTICLE EIGHT
INCORPORATOR

The names and addresses of the incorporator is:

Donald J. Kisslan	4431 SW 64 th Ave., Ste. 119 Davie, Florida 33314
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ARTICLE NINE
INDEMNIFICATION

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

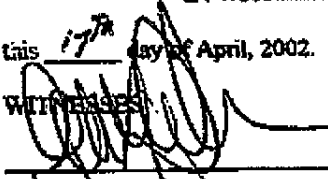
**ARTICLE TEN
AMENDMENTS**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stock holders and approved at a stockholders' meeting, after due notice given, by vote of the majority of the stock entitled to vote thereon and present at said meeting.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation

this 17th day of April, 2002.

WITNESSES:



Donna Henderson



Donald J. Kisslan

STATE OF FLORIDA)

COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared Donald J. Kisslan, to me known and known to me to be the person who executed the foregoing Articles of Incorporation for the uses and purposes therein contained.

WITNESS my hand and official seal this 17 day of April, 2002, at Davie, Broward County, Florida.



NOTARY PUBLIC

My commission expires:



Glenn C. Henderson
Commission # CD-019941
Expires June 3, 2003
Resides Here
Athletic Bonding Co., Inc.

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

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

1. The name of the corporation is:

All Keys Seafood, Inc.

2. The name and address of the registered agent and office is:

Donald J. Kisslan
4431 SW 64th Avenue, Suite 119
Davie, Florida 33314

SIGNATURE: 

Donald J. Kisslan

TITLE: Incorporator

DATE: 4/17/02

HAVING BEEN NAMED AS RESIDENT AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.

SIGNATURE: 

Donald J. Kisslan

DATE: April 17, 2002

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02 APR 19 PM 4:00
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TALLAHASSEE, FLORIDA