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Sullivan & Garner, LLP ATTORNEYS at LAW

A Limited Liability Partnership including Prof. Assoc.

M & I Building, Pelican Bay 800 Laurel Oak Drive, Suite 303 Naples, Florida 34108 Tel: (239) 262-6118

Tel: (239) 262-6118 Fax: (239) 598-4732 John L. Sullivan, Jr., Esq.
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& Estates Attorney
Master of Laws in Taxation
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John A. Garner, Esq.

Master of Laws in Taxation
e-mail: jgarner@sullgarnlaw.com

June 23, 2005

Florida Secretary of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re: Fish Central Enterprise Corp.

Dear Sir or Madame:

Enclosed you will find an original and one photocopy of the Articles of Incorporation for Fish Central Enterprise Corp.

Please note the effective date of this corporation, in Article III, is June 23, 2005.

Please file this document as provided by law and return to the undersigned the enclosed copy as well as the Certificate of Incorporation.

Also enclosed is a check in the amount of \$78.75 representing the filing fee for this corporation.

Should you have any questions, please do not hesitate to contact me.

Very truly yours,

John A. Garner

JAG/ Enclosures

Articles of Incorporation FILED

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Fish Central Enterprise Corponassee, Florida

ARTICLE I. CORPORATE NAME

The name of this Corporation is: FISH CENTRAL ENTERPRISE CORP.

ARTICLE II. CAPITAL STOCK

The aggregate number of shares that this Corporation shall have authority to issue is 10,000 common shares with a par value of \$0.10 each. Common shares shall be the only class of shares which this Corporation shall have authority to issue.

ARTICLE III. EFFECTIVE DATE

These Articles of Incorporation shall be effective as of June 23, 2005.

ARTICLE IV. INCORPORATOR

The name and address of the incorporator are:

<u>Name</u>

Address

John A. Garner

Suite 303, 800 Laurel Oak Drive

Naples, FL 34108-2713

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is: Suite 303, 800 Laurel Oak Drive, Naples, FL 34108-2713, and the name of the initial registered agent of this Corporation at that address is: John A. Garner

ARTICLE VI. PRINCIPAL OFFICE

The address of the principal office of this Corporation shall be 2363 Davis Boulevard, Naples, FL 34104-4212.

ARTICLE VII. CORPORATE OFFICERS

The following persons shall serve as the following officers of the corporation until the first meeting of directors of the corporation:

Office Name and Address

President Mark A. Lilly

2809 Rosewood Road

LaGrange, KY 40031-9303

Vice President, Diane A. Lilly

Secretary, and 2809 Rosewood Road

Treasurer LaGrange, KY 40031-9303

ARTICLE VIII. CORPORATE DIRECTORS

The following persons shall serve as directors of the corporation until the first meeting of shareholders of the corporation:

Name Address

Mark A. Lilly 2809 Rosewood Road

LaGrange, KY 40031-9303

Diane A. Lilly 2809 Rosewood Road

LaGrange, KY 40031-9303

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on June 23, 2005.

ohn A. Garner, Incorporator

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, AND SECTION 607.0501, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FISH CENTRAL ENTERPRISE CORP. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business located at 2363 Davis Boulevard, Naples, FL 34104-4212, has named John A. Garner, located at Suite 303, 800 Laurel Oak Drive, Naples, FL 34108-2713, as its agent to accept service of process within Florida.

Dated: June 23, 2005.

John A. Garner, Incorporator

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, John A. Garner, hereby agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties.

Dated: June 23, 2005.

6hn A. Garner