

7. 2014 3:23PM

Barnett, Bolt

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FLORIDA PROFIT/NON PROFIT CORPORATION
All American Seafood, Inc.

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Help

**ARTICLES OF INCORPORATION
OF
ALL AMERICAN SEAFOOD, INC.**

The undersigned hereby organizes a corporation for profit under the provisions of the Florida Business Corporation Act, and pursuant to the following Articles of Incorporation:

ARTICLE I

Name

The name of this corporation is All American Seafood, Inc. (hereinafter the "Corporation").

ARTICLE II

Duration

The Corporation shall have perpetual existence, commencing upon filing of these Articles of Incorporation.

ARTICLE III

Principal Office and Mailing Address

The address of the principal office and the mailing address of the Corporation is 4212 W. Platt Street, Tampa, Florida 33609.

ARTICLE IV

Capital Stock

This corporation is authorized to issue ten (10) shares of Class A voting common stock, each with a par value of one cent (\$.01) and one hundred ninety (190) shares of Class B non-voting common stock, each with a par value of one cent (\$.01). The Class A voting common stock and the Class B non-voting common stock shall have identical rights except that the non-voting common stock shall not entitle the holder thereof to vote on any matter unless specifically required by law.

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ARTICLE V
Preemptive Rights

The Corporation elects to have preemptive rights.

ARTICLE VI
Initial Registered Office and Agent

The street address of the initial registered office of the Corporation is 4212 W. Platt Street, Tampa, Florida 33609, and the name of the initial registered agent of the Corporation at that address is Steve Cox.

ARTICLE VII
Incorporator

The name and mailing address of the incorporator are:

Name:

Address:

Peter T. Kirkwood

601 Bayshore Boulevard
Suite 700
Tampa, Florida 33606

ARTICLE VIII
Initial Board of Directors

The Corporation initially shall have one (1) director. The number of directors may be either increased or decreased from time to time in the manner provided in the bylaws, but shall never be less than one (1). The method of appointment of directors shall be as stated in the bylaws of the Corporation, but such appointment power shall be vested in the members. The name and street address of the initial director of this corporation are:

Name:

Address:

D Steve Cox

4212 W. Platt Street
Tampa, Florida 33609

ARTICLE IX
Officers

The following persons shall be the initial officers of the Company, and each shall serve until his successor is duly appointed, or until his earlier resignation, removal or death:

Steve Cox, President
Steve Cox, Secretary
Steve Cox, Treasurer

ARTICLE X
Indemnification

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

ARTICLE XI
Bylaws

The members shall adopt initial bylaws of the Corporation. The power to alter, amend or repeal the bylaws, or to adopt new bylaws, shall be vested in the members of the Corporation.

ARTICLE XII
Amendment to Articles

These Articles of Incorporation may be amended in the following manner: The Board of Directors shall adopt a resolution setting forth the proposed amendment and directing that it be submitted to a vote of the members of the Corporation at either the annual meeting or a special meeting. Notice setting forth the proposed amendment shall be given to each member entitled to vote thereon at such meeting. The proposed amendment shall be adopted upon the affirmative vote of a majority of the votes of members entitled to vote thereon.

[Signatures on Following Page]

IN WITNESS WHEREOF, the undersigned incorporator executed these Articles of Incorporation this 7th day of January, 2014.


PETER T. KIRKWOOD, Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent to accept service of process for ALL AMERICAN SEAFOOD, INC. at the place designated in the Articles of Incorporation, I am familiar with and accept the appointment as Registered Agent and agree to act in this capacity.


STEVE COX, Registered Agent

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