

12/30/2020

Division of Corporations

## Florida Department of State

Division of Corporations

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Division of Corporations  
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**COR AMND/RESTATE/CORRECT OR O/D RESIGN  
SEAVENTURE CLAM CO.**

Certificate of Status	0
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**AMENDED AND RESTATED ARTICLE OF INCORPORATION  
OF  
SEAVENTURE CLAM CO.,  
a Florida corporation**

Pursuant to the provisions of Section 607.1003 and Section 607.1007 of the Florida Business Corporation Act (the "Act"), the shareholders and directors of Seaventure Clam Co., a Florida corporation, have adopted the following amended and restated Articles of Incorporation:

**ARTICLE I  
NAME**

The name of the corporation is Seaventure Clam Co., a Florida corporation (the "Corporation").

**ARTICLE II  
PRINCIPAL OFFICE**

The street address of the principal office and the mailing address of the Corporation is:

319 Clematis Street, Suite 601  
West Palm Beach, FL 33401

**ARTICLE III  
PURPOSE**

The Corporation is organized to transact any and all lawful business for which corporations under the Act as it now exists or may hereafter be amended or supplemented.

**ARTICLE IV  
SHARES**

The total number of shares that the Corporation is authorized to issue and have outstanding at any time is fifteen million (15,000,000) divided into classes as follows:

- (a) the total number of shares of common stock that the Corporation is authorized to issue and have outstanding at any time is ten million shares with a par value of \$0.01; and
- (b) the total number of shares of preferred stock that the Corporation is authorized to issue and have outstanding at any time is five million shares with a par value of \$0.01.

The Board of Directors is hereby expressly authorized to provide, out of the unissued shares of preferred stock, for one or more series of preferred stock and, with respect to each such series, fix the number of shares constituting such series and the designation of such series, the voting powers, if any, of the shares of such series, and the preferences and relative, participating, optional, or other special rights, if any, and any qualifications, limitations, or restrictions thereof, of the

shares of such series. The powers, preferences and relative, participating, optional, and other special rights of each series of preferred stock, and the qualifications, limitation or restrictions thereof, if any, may differ from those of any and all other series at any time outstanding.

## ARTICLE V REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Corporation is:

319 Clematis Street, Suite 601  
West Palm Beach, FL 33401

The name of the registered agent of the Corporation at that office is Elisabeth Corson.

\* \* \* \* \*

These Amended and Restated Articles of Incorporation were adopted on March 11, 2019 by the shareholders and directors of the Corporation. The number of votes cast by the shareholders and directors for the amendment and restatement of the Corporation's Articles of Incorporation were sufficient for approval.

The effective date and time of these Amended and Restated Articles of Incorporation shall be the date and time they are filed with the Florida Department of State, Division of Corporations.

IN WITNESS WHEREOF, these Amended and Restated Articles of Incorporation have been duly executed by a duly authorized officer of the Corporation as of the 30<sup>th</sup> day of December, 2020.

SEAVENTURE CLAM CO.

By: 

Name: Wanda Whigham

Title: Secretary

(In accordance with Section 607.0201, Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third-degree felony as provided for in Section 817.155, Florida Statutes.)