

CORPORATION INFORMATION  
SERVICES, INC.  
1201 HAYS STREET  
TALLAHASSEE, FL 32310  
904-222-9171  
904-222-0193 FAX

**csc networks**

800-342-8086

**P95000014875**

95 FEB 22

MAIL TO:  
P.O. Box 582H  
TALLAHASSEE, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE : 546787 4656A

AUTHORIZATION :

*Patricia Pizzuto*

COST LIMIT : \$ 122.50

ORDER DATE : February 22, 1995

ORDER TIME : 9:32 AM

000001412530

ORDER NO. : 546787

CUSTOMER NO: 4656A

CUSTOMER: Esther J. Forbes, Legal Asst  
GREENBERG TRAUIG HOFFMAN  
LIPDUFF ROSEN & QUENTEL, P. A.  
22nd Floor  
1221 Brickell Avenue  
Miami, FL 33131-3238

DOMESTIC FILING

**P95000014875**

NAME: KINGFISH CITY SEAFOOD OF  
FLORIDA, INC.

XX ARTICLES OF INCORPORATION  
\_\_\_\_ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY  
\_\_\_\_ PLAIN STAMPED COPY  
\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

FILED  
95 FEB 22 AM 11:15  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

(R, same)

*2-22-95*  
*02/A*

**ARTICLES OF INCORPORATION  
OF  
KINGFISH CITY SEAFOOD OF FLORIDA, INC.**

FILED  
95 FEB 22 AM 11:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I**

The name of the corporation is KINGFISH CITY SEAFOOD OF FLORIDA, INC., (the "Corporation").

**ARTICLE II**

The address of the principal office and the mailing address of the Corporation is 6230 N.W. 7th Avenue, Miami, Florida 33150

**ARTICLE III**

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares Authorized</u>	<u>Par Value Per Share</u>	<u>Class of Stock</u>
1,000	\$ 0.01	Common

**ARTICLE IV**

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than 50 percent of the persons entitled to vote on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

**ARTICLE V**

The street address of the Corporation's initial registered office is 6230 N.W. 7th Avenue, City of Miami, County of Dade, State of Florida 33150, and the name of its initial registered agent at such office is **George Scott**.

#### **ARTICLE VI**

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of directors constituting the initial Board of Directors is two, and the names and addresses of the member of the initial Board of Directors, who will serve as the Corporation's directors until their successors are duly elected and qualified are:

George Scott  
6230 N.W. 7th Avenue  
Miami, FL 33150

Brenda Rivers  
3420 Franklin Avenue  
Coconut Grove, FL 33133

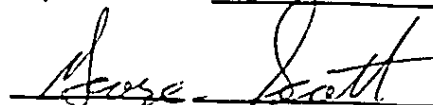
#### **ARTICLE VII**

The name of the Incorporator is George Scott and the address of the Incorporator is 6230 N.W. 7th Avenue, Miami, Florida 33150.

#### **ARTICLE VIII**

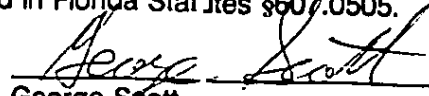
This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 21<sup>st</sup> day of February, 1995.

  
George Scott,  
Incorporator

#### **ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

The undersigned, having been named the Registered Agent of KINGFISH CITY SEAFOOD OF FLORIDA, INC., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.

  
George Scott,  
Registered Agent  
Dated: February 21<sup>st</sup>, 1995.