

P95000047082

TRANSMITTAL LETTER

FILED

95 JUN 13 PM 2:17

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

1000001511501
DEPT 15/95--F00060--000
*****20.75 *****70.75

SUBJECT: Florida Living Aquaculture, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

FROM: Mr. Willson O. Edwards
Name (printed or typed)
3839 4th Street North, Suite 400
Address
St. Petersburg, FL 33703
City, State & Zip
813-821-2003
Daytime Telephone number

YH
6-16-95

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
OF
Florida Living Aquaculture, Inc.

FILED
95 JUN 13 PM 2:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the Corporation is Florida Living Aquaculture, Inc.

ARTICLE II - CORPORATE ADDRESS

The principal office of the Corporation and the mailing address is 3839 4th Street North, Suite 400, St. Petersburg, Florida, 33703.

ARTICLE III - SHARES

The aggregate number of shares which the Corporation shall have authority to issue shall constitute 10,000 shares of common stock, each share having a par value of \$1.00, each share of which shall entitle the owner thereof to one vote at any meeting of the stockholders. The whole or any part of the capital stock of this Corporation shall be payable in lawful money of the United States of America, or property, labor or services at a just valuation to be fixed by the stockholders. Property or labor may also be purchased with the capital stock at such valuation as shall be fixed by the stockholders.

ARTICLE IV - REGISTERED AGENT

The street address of the Corporation's initial registered office shall be 3839 4th Street North, Suite 400, St. Petersburg, Florida, 33703 and its initial registered agent at such address shall be Willson O. Edwards.

ARTICLE V - DURATION

The Corporation shall have perpetual existence.

ARTICLE VI - PURPOSE

The general purpose for which this corporation is being organized shall include the transaction of any or all lawful businesses for which corporations may be incorporated under Chapter 607 of the Florida Statutes now existing or as subsequently amended, and shall include the following rights and privileges:

A. To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services of every class, kind and description including commodities; except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

B. To conduct business in, have one or more offices in, and buy, hold mortgage, sell convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses in the State of Florida and all other states and countries.

C. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness, and execute such mortgages, transfers of corporate property or other instruments to secure the payment of corporation indebtedness as required.

D. To purchase the corporation assets of any other corporation and engage in the same or other charter of business.

E. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire and dispose of the shares of the capital stock or any bonds, securities, or other evidence of indebtedness, created by any other corporation of the State of Florida or any other state or government and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

F. The foregoing enumeration of purposes shall not be deemed to limit or restrict the general powers of the corporation conferred on it by law, or to limit or restrict such powers as may be implied to it for the proper exercise of its express purposes and the performances of its authorized functions.

ARTICLE VII - CAPITALIZATION

The beginning capital of this corporation shall be worth at least one hundred dollars in cash, property, labor or services at a just valuation to be fixed by the initial Directors.

ARTICLE VIII - DIRECTORS

Initially the corporation shall have three directors whose names and addresses are as follows:

Mr. Willson O. Edwards
400 64th Avenue PH-F
St. Pete Beach, Fl. 33706

Mr. P. Douglas Hitch
819 24th Avenue North
St. Petersburg, Fl. 33704


Mr. Brian S. "Jack" McCully
232 Arcadia Drive
Wellington, FL 33414

ARTICLE IX - POWERS

The power to adopt, alter, amend or repeal the Articles of Incorporation is hereby reserved to the Shareholders of the corporation.

The power to adopt, alter, amend or repeal the Bylaws is hereby reserved to the Board of Directors or Shareholders of the Corporation.

IN WITNESS WHEREOF, the undersigned Incorporator has made subscribed and acknowledged these Articles of Incorporation on this 9th day of June, 1995.


Willson O. Edwards, Incorporator

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Florida Living Aquaculture, Inc.

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

Mr. Willson O. Edwards

(Name)

3839 4th Street North, Suite 400

(P.O. Box ~~not~~ acceptable)

St. Petersburg, FL 33703

(City/State/Zip)

FILED
95 JUN 13 PM 2:17
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated 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.

Willson O. Edwards
(Signature)

June 9, 1995
(Date)