

150115 /
LAW OFFICE OF
BARRY A. BOBEK
PROFESSIONAL ASSOCIATION

TRIAL PRACTICE
PERSONAL INJURY
REAL PROPERTY
FAMILY LAW

August 3, 1995

503 EAST MONROE STREET
JACKSONVILLE, FLORIDA 32202
(904) 632-2010
FAX (904) 650-9786

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32301

100001554181
-08/07/95--01049--015
****122.50 ****122.50

Re: Captain Steve's Seafood, Inc.

To whom this may concern:

Enclosed please find articles of incorporation, in duplicate, for the above-captioned corporation, together with our trust account check in the sum of \$122.50 for filing of same. Please return a certified copy of the articles of incorporation to the above address. Thank you for your attention in this matter.

Very truly yours,

Jane A. Wittwer
Jane A. Wittwer, secretary to
Barry A. Bobek

/jaw
enclosures

*10/27/95
888.95*

FILED
95 AUG -7 AM 8:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
CAPTAIN STEVE'S SEAFOOD, INC.**

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, do hereby form a corporation, and for such purpose we hereby make, execute, and adopt the following Articles of Incorporation.

ARTICLE I - NAME

The name of this corporation shall be Captain Steve's Seafood, Inc.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business in the State of Florida.

ARTICLE III - DURATION

The term for which this corporation shall exist shall be perpetual.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one hundred shares of one dollar (\$1.00) par value common stock.

ARTICLE V - INCORPORATORS

The names and addresses of the persons signing these articles are:

Steven P. Neyer, 1011 Crestdale Street, Jacksonville, Florida 32211
Debra A. Neyer, 1011 Crestdale Street, Jacksonville, Florida 32211

ARTICLE VI - BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors, subject to the approval of the shareholders.

ARTICLE VII - RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amount opposite their name:

Steven P. Neyer and Debra A. Neyer, his wife - one hundred shares

Shares held by the initial shareholders listed above and subsequent shareholders may not be resold or otherwise transferred to other persons or hypothecated in any manner unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold may be further specified by written agreement among all of the shareholders this corporation.

ARTICLE VIII - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his or her pro rata share thereof at the price at which it is offered to others.

ARTICLE IX - PRINCIPAL ADDRESS, INITIAL REGISTERED OFFICE AND AGENT

The street address of the principal office of this corporation is 1183 Beach Boulevard, Jacksonville Beach, Florida 32250, and the initial registered office address of this corporation is 503 East Monroe Street, Jacksonville, Florida 32202, and the name of the initial registered agent of this corporation at this address is Barry A. Bobek, Esquire.

ARTICLE X - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than two nor more than three. The names and addresses of the initial directors of this corporation are:

Steven P. Neyer, 1011 Crestdale Street, Jacksonville, Florida 32211
Debra A. Neyer, 1011 Crestdale Street, Jacksonville, Florida 32211

ARTICLE XI - OFFICERS

The names and post office addresses of the officers of this corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed and have qualified are as follows:

President:	Steven P. Neyer 1011 Crestdale Street Jacksonville, Florida 32211
Vice President/Secretary/Treasurer:	Debra A. Neyer 1011 Crestdale Street Jacksonville, Florida 32211

ARTICLE XII - SHAREHOLDERS QUORUM AND VOTING

Fifty-one percent (51%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

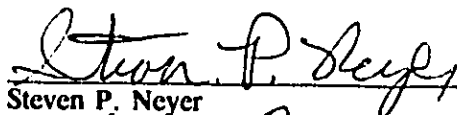
ARTICLE XIII

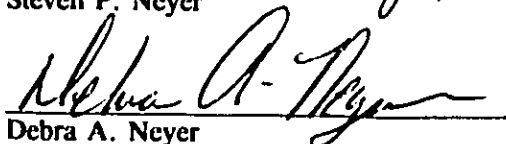
The corporation shall indemnify any officer or director, or any former officer or director to the full extent permitted by law.

ARTICLE XIV - AMENDMENT

This corporation through its shareholders reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto.

IN WITNESS WHEREOF, the undersigned subscribers have executed this _____ day of August, 1995.

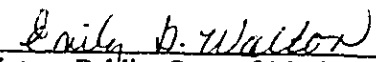

Steven P. Neyer



Debra A. Neyer

STATE OF FLORIDA
COUNTY OF DUVAL

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared Steven P. Neyer and Debra A. Neyer, who is personally known to me (✓) or who produced identification (), and known by me to be the persons who executed the foregoing Articles of Incorporation, and acknowledged before me that they executed the same for the purposes therein described.

WITNESS my hand and official seal, this 2 day of August, 1995, at Jacksonville, State and County aforesaid.


Notary Public, State of Florida at Large
EMILY G. WALTON
COMMISSION # CC 441785
EXPIRES FEB 26, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.



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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First, that **Captain Steve's Seafood, Inc.**, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Jacksonville Beach, County of Duval, State of Florida, has named **Barry A. Bobek, Esquire**, located at 503 East Monroe Street, Jacksonville, Florida 32202, as its agent to accept service of process within this State.


Steven P. Neyer, President

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation, at the place designed in this certificate, hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping said office open.


Barry A. Bobek

FILED
95 AUG -7 AM 8:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA