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PROFESSIONAL
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ACCOUNT NO. : 07210000132

REFERENCE : 690709 146047A

AUTHORIZATION :

COST LIMIT : \$ 122.50

ORDER DATE : September 25, 1995

ORDER TIME : 2:33 PM

ORDER NO. : 690709

CUSTOMER NO: 146047A

UNCLASSIFIED

CUSTOMER: Russell Simonetta, Esq
SIMONETTA & ASSOCIATES, P.A.

Suite 1490
360 Central Avenue
St. Petersburg, FL 33701

DOMESTIC FILING

NAME: SOUTHERN SEAHAWK, INC.

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Prezeau

EXAMINER'S INITIALS: _____

FILED
95 SEP 25 PM 12:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. BROWN SEP 26 1995

ARTICLES OF INCORPORATION
OF
SOUTHERN SEAHAWK, INC.

FILED
95 SEP 25 PM 12:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

SOUTHERN SEAHAWK, INC.

The address of the principal office of this corporation shall be 360 Central Avenue, Suite 1490, Saint Petersburg, Florida 33701, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

The specific purpose is the sale and distribution of beef, poultry and seafood to major retailers within the state of Florida for the ultimate purpose of purchase by their consumers/customers.

This Corporation is formed to operate as a franchisee of the Ameripride Corporation and is based on an understanding that the initial retailer will be the Walmart Corporation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Douglas James Barnard 360 Central Avenue, Suite 1490
Dir./Pres./V.P./Sec./Treas. Saint Petersburg, Florida 33701

ARTICLE VII. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on September 25, 1995.

CORPORATION SERVICE COMPANY

By: Gail Shelby
Its Agent, Gail Shelby

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Gail Shelby
Its Agent, Gail Shelby

CLD/mjp