

P96000002370

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

No. 52280

RE: Boehm Seafood, Inc.

NAME _____
FIRM _____
ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

PMC 1/9/96

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE			
TIME			CK No.
BY	NC		

WALK-IN Will Pick Up 1/9 12:00

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> () Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S.		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone () _____		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX () _____ pgs.		
SUBTOTALS _____		

QUOTED PRICE
OF 09796-0010-001
****122.50****122.50

96 JAN -9 11:10:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

FEE.....	
DISBURSED.....	
SURCHARGE.....	
TAX on corporate supplies.....	
SUBTOTAL.....	
PREPAID.....	
BALANCE DUE.....	

RECEIVED
96 JAN -9 AM 8:18
DIVISION OF CORPORATION

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

ARTICLES OF INCORPORATION
OF
BOEHM SEAFOOD, INC.

FILED
96 JAN -9 AM 10:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is:

BOEHM SEAFOOD, INC.

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 100 shares of common stock, having a \$1.00 par value. The consideration to be paid for each share shall be made in money, property or services. The Board of Directors shall determine the reasonable value of all consideration, other than money, paid for such shares and their determination, made in good faith, shall be final and conclusive as to such value.

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL CORPORATE OFFICE

The street address of the initial corporate office of this corporation is:

205 Nautilus Drive
Islamorada, Florida 33036

ARTICLE VII - INITIAL REGISTERED AGENT

The initial registered agent of the corporation shall be Angela Henderson, 205 Nautilus Drive, Islamorada, Florida 33036

ARTICLE VIII - INCORPORATOR

The name and address of the Incorporator signing these Articles is:

Peter W. Boehm
205 Nautilus Drive
Islamorada, Florida 33036

ARTICLE IX - INDEMNIFICATION

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

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors. Any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 26th day of December, 1995.

Peter W. Boehm
Peter W. Boehm

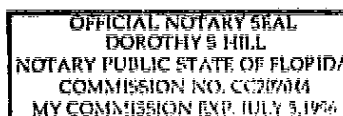
STATE OF FLORIDA
COUNTY OF MONROE

The foregoing instrument, was acknowledged before me this 26th day of December, 1995 by Peter W. Boehm who is (☒) personally known to me or (☐) has produced W.A. as identification.

NOTARY PUBLIC:

sign Dorothy S. Hill
print Dorothy S. Hill

State of Florida at Large (Seal)
My Commission Expires:



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

FILED

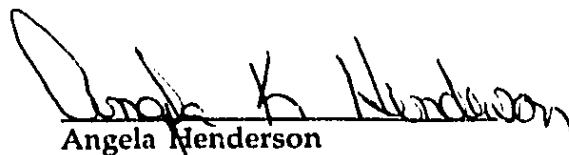
96 JAN -9 AM 10:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following is submitted pursuant to and in compliance with
Section 48.091 and Section 607.0501, Florida Statutes:

BOEHM 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 205 Nautilus Drive, Monroe County, State of Florida, names
as its agent to accept service of process within this State: Angela Henderson,
205 Nautilus Drive, Islamorada, Florida 33036.

ACKNOWLEDGMENT

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


Angela Henderson

Date: 12-26-95