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ACCOUNT NO. : 072100000032

REFERENCE : 057455 01037A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : February 23, 1996

ORDER TIME : 11:12 AM

ORDER NO. : 057455

CUSTOMER NO: 01037A

CUSTOMER: William L. Stewart, Esq
STEWART & KEYES

1534 Hendry Street
P. O. Box 790
Fort Myers, FL 33901

DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

96 FEB 23 AM 10:22

FILED

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-02/23/96--01091--009
****122.50 ****122.50

DOMESTIC FILING

NAME: HI-SEAS SEAFOOD AND CRAB, INC.

EFFECTIVE DATE:

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: Victoria L. Perez

EXAMINER'S INITIALS:

DIVISION OF CORPORATION

96 FEB 23 PM 1:26

RECEIVED

SAB
2/26/96

ARTICLES OF INCORPORATION
OF
HI-SEAS SEAFOOD AND CRAB, INC.

FILED
96 FEB 23 AM 10:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WE, the undersigned, hereby associate ourselves for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I.

The name of the Corporation shall be: HI-SEAS SEAFOOD AND CRAB, INC.

ARTICLE II.

The general nature of the business to be transacted is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III.

The authorized capital stock of the corporation shall be 10,000 shares of common stock. par value of \$1.00. All of said stock shall be payable in cash, property, labor or services at a just valuation to be fixed by the Board of Directors. Property, labor or services may be purchased or paid for with the capital

stock at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose. No pre-emptive rights are to be granted to shareholders.

ARTICLE IV.

The amount of capital with which this corporation shall begin business shall be FIVE HUNDRED AND NO/100 (\$500.00) DOLLARS.

ARTICLE V.

This corporation shall begin existence on the date of the incorporation by the Secretary of State's office, and shall have perpetual existence, unless sooner dissolved according to law.

ARTICLE VI.

The street and mailing address of the initial registered office and of the principal office of this corporation is 2744 Edison Avenue, Fort Myers, FL 33901 and the name of the initial registered agent of this corporation at that address is Bryan Pieper.

ARTICLE VII.

The business of the corporation shall be managed by a Board of Directors, consisting of an odd number of Directors, not less than three (3) in number.

ARTICLE VIII.

The name and street address of the subscriber to these Articles is as follows:

NAME	ADDRESS
WILLIAM L. STEWART	1534 Hendry Street #201 Fort Myers, FL 33901

WITNESS OUR hands and seals this 22nd day of FEBRUARY, 1996.

Signed, Sealed and Delivered
In The Presence Of:

[Signature]

[Signature] (Seal)
William L. Stewart

Linda B. Walker

STATE OF FLORIDA
COUNTY OF LEE

The foregoing Articles of Incorporation was acknowledged before me this 22nd day of FEBRUARY, 1996, by WILLIAM L. STEWART, who is personally known to me.

Linda B. Walker
Name:
Notary Public

[SEAL]



LINDA B. WALKER
MY COMMISSION # CC474082 EXPIRES
June 19, 1998
BONDED TITUM TROY FARM INSURANCE, INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OF 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 HI-SEAS SEAFOOD AND CRAB, 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 Fort Myers, County of Lee, State of Florida, has named BRYAN PIEPER located at 2744 Edison Avenue, Fort Myers, FL 33901, City of Fort Myers, County of Lee, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Dated: February 22nd, 1996

Bryan Pieper
Resident Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA