

P96000029431



RECEIVED
96 APR -2 AM 11:10
DIVISION OF CORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR -2 AM 11:35

ACCOUNT NO. : 072100000032
REFERENCE : 904115 9964A
AUTHORIZATION : Patricia Poyth
COST LIMIT : \$ 122.50

ORDER DATE : April 2, 1996

ORDER TIME : 10:30 AM

ORDER NO. : 904115

CUSTOMER NO: 9964A

CUSTOMER: Bruce H. Gordon, Esq
SHUMAKER LOOP & KENDRICK

Barnet Plaza, Suite 2800
101 East Kennedy Boulevard
Tampa, FL 33602

DOMESTIC FILING

NAME: FLORIDA TROPICAL FISH
DISTRIBUTORS, INC.

EFFECTIVE DATE:

11 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: Michelle Bailey

EXAMINER'S INITIALS:

5/1/4

ARTICLES OF INCORPORATION
OF
FLORIDA TROPICAL FISH DISTRIBUTORS, INC.

RECEIVED
DIRECTOR OF REVENUE
96 APR -2 AM 11:36

ARTICLE I. NAME

The name of this corporation is FLORIDA TROPICAL FISH DISTRIBUTORS, INC. (the "Corporation").

ARTICLE II. PRINCIPAL OFFICE

The address of the principal office of the Corporation is 6180 Big Bend Road, Gibsonton, Florida 33534.

ARTICLE III. DURATION

This Corporation shall have perpetual existence commencing on the date of execution and acknowledgement of these Articles.

ARTICLE IV. PURPOSE

This Corporation is organized to include the transaction of any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes 1995 as presently enacted and as it may be amended from time to time.

ARTICLE V. CAPITAL STOCK

This Corporation is authorized to issue 10,000 shares of Common Stock, par value \$1.00, each (hereafter called "Common Stock").

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent and the street address of the initial registered office of this Corporation is:

<u>NAME</u>	<u>ADDRESS</u>
BRUCE H. GORDON	Shumaker, Loop & Kendrick 101 E. Kennedy Blvd., #2800 Tampa, Florida 33602

ARTICLES OF INCORPORATION OF
FLORIDA TROPICAL FISH DISTRIBUTORS, INC.
Page 2

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This Corporation shall have THREE (3) director initially. The number of directors may be changed from time to time as provided for by the Bylaws.

The name and address of the initial directors of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
V. ELWYN SEGREST	6180 Big Bend Road Gibsonton, Florida 33534
F. DANIEL MILLER	6180 Big Bend Road Gibsonton, Florida 33534
C. DON MILLER, JR.	6180 Big Bend Road Gibsonton, Florida 33534

ARTICLE VIII. INCORPORATOR

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

<u>NAME</u>	<u>ADDRESS</u>
Bruce H. Gordon	Shumaker, Loop & Kendrick 101 E. Kennedy Blvd., #2800 Tampa, Florida 33602

ARTICLE IX. INDEMNIFICATION

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

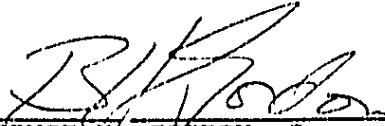
ARTICLE X. AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any

ARTICLES OF INCORPORATION OF
FLORIDA TROPICAL FISH DISTRIBUTORS, INC.
Page 3

amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 1st day of April, 1996.


BRUCE H. GORDON, Incorporator

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 1st day of April, 1996, by BRUCE H. GORDON, who is personally known to me.


NOTARY PUBLIC
My Commission Expires:



ARTICLES OF INCORPORATION OF
FLORIDA TROPICAL FISH DISTRIBUTORS, INC.
Page 4

RECEIVED
APR 2 1996
MILLER

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

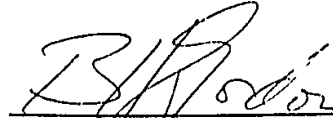
The following is submitted in compliance with Section 607.0505
of the Florida Statutes.

FLORIDA TROPICAL FISH DISTRIBUTORS, INC., desiring to organize
under the laws of the State of Florida with its registered office,
as indicated in the Articles of Incorporation at the City of Tampa,
County of Hillsborough, State of Florida, has named BRUCE H.
GORDON, located at 101 East Kennedy Boulevard, Suite 2800, Tampa,
Florida 33602, as its agent to accept service of process within
this State.

ACCEPTANCE:

Having been named to accept service of process for the above-
named Corporation, at the place designated in this certificate, I
hereby accept the appointment to act in this capacity and agree to
comply with Florida law relative to keeping said office open.

DATED: April 1, 1996



BRUCE H. GORDON
Registered Agent