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CORPORATION N	AME(S) & DOCUMENT NUMBER(S), (if known):
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NEW FILINGS	AMENDMENTS
Profit	Amendment
NonProfit	Resignation of R.A., Officer/ Director
Limited Liability	Change of Registered Agent
Domestication	Dissolution/Withdrawal
Other	Merger
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OTHER FILINGS	REGISTRATION/
Annual Report	QUALIFICATION
Fictitious Name	Foreign
Name Reservation	Limited Partnership
	Reinstatement
<u> </u>	Trademark
	Other

Examiner's Initials

CR2E031(1/95)

# ARTICLES OF INCORPORATION OF HIGHLAND SEAFOOD COMPANY

26 AUG 23 AU 9: 56
TALEANASSEE, FLORIDA

# ARTICLE I - NAME

The name of this Corporation is HIGHLAND SEAFOOD

The mailing address of this Corporation is:

5615 S. University Drive Davie, Florida 33328

COMPANY.

#### ARTICLE II - DURATION

The Corporation shall have perpetual existence.

# ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in any activities or business permitted by applicable law.

#### ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 1000 shares of common stock having a par value of 1.00 per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

#### ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation shall be 5615 South University Drive, Davie, Florida 33328 and the initial registered agent of this Corporation at such office shall be Richard Bell who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes, as amended from time to time, with respect to keeping an office open for service of process.

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#### ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one member. The number of directors may be increased or decreased from time to time as provided in the Bylaws but in no case shall the number of directors be less than one. The name and address of the initial Board of Directors are as follows:

Name	Address				
Richard Bell	5615 S.University Drive, Davie, Florida 33328				
Steven A. Sagal	5615 S. University Drive, Davie, Florida 33328				

## ARTICLE VII - BY-LAWS

The By-Laws of this Corporation may be adopted, altered, amended or repealed by either the Stockholders or the Directors.

## ARTICLE VIII - INCORPORATOR

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

	Name Richard Bell			Address				
				5615 S.University Drive,				
				Davie, Flo	orida	33328		
IN WITNE	ss v	NHEREOF,	the	undersigne	d ind	corporat	or h	as
executed	these	Articles	of i	Incorporation	on th	is 20th	day	of
August, 19	996.	<i>~</i>						

Richard Bell, Incorporator

# ACCEPTANCE OF APPOINTMENT

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Pursuant to Section 48.091 and 607.0501, Florida Statutes, the undersigned acknowledges and accepts the appointment as registered agent of HIGHLAND SEAFOOD COMPANY. and agrees to act in that capacity and to comply with the provisions of the Florida General Corporation Act. The undersigned is familiar with, and accepts the obligations of, Section 607.0505, Florida Statutes.

Date: August 20, 1996

Rickard Bell, Registered Agent