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BEAUCHAMP & BEAUCHAMP

Law Offices, P. A.

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R. Luther Beauchamp
W. O. (Brett) Beauchamp, III

Telephone (352) 493-2525
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October 30, 1996

Ms. Beth Register
Corporate Specialist Supervisor
New Filing Section
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

800001998016--2
-11/06/96--01081--004
*****78.75 *****78.75

Re: Nature Coast Clams, Inc.

Dear Beth:

Enclosed are the Articles of Incorporation for this new filing. Please notify our office of the filing and provide a certificate under seal. Our check in the amount of \$78.75 to cover the various filing fees is also enclosed.

Thank you for your assistance in this matter. Please call our office if you have any questions.

Sincerely,



R. Luther Beauchamp

RLB/bb

Enclosure

93 OCT 31 PM 1:05
FILED
TALLAHASSEE, FLORIDA

B. REGISTER NOV 1 1996

ARTICLES OF INCORPORATION
OF
NATURE COAST CLAMS, INC.

RECEIVED 3/11/65

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10A

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, files these Articles of Incorporation to form a corporation for profit under the laws of the State of Florida.

ARTICLE ONE: NAME

The name of this corporation shall be NATURE COAST CLAMS, INC.

ARTICLE TWO: GENERAL PURPOSE

The purpose for which this corporation is organized is to engage in any lawful business under the laws of the State of Florida and the United States of America.

ARTICLE THREE: CAPITAL STOCK

The maximum number of shares of stock this corporation is authorized to have outstanding at any time is 100 shares of common stock.

ARTICLE FOUR: INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is in excess of \$500.00.

ARTICLE FIVE: PERPETUAL EXISTENCE

This corporation shall have perpetual existence.

**ARTICLE SIX: PRINCIPAL OFFICE; REGISTERED AGENT
OFFICE AND ADDRESS**

The street address of the principal office and the initial registered office of this corporation is 12490 NW 90th Avenue, Chiefland, Florida 32626 and the name of its initial registered agent is **JEFFREY C. VENABLE**, whose address is 12490 NW 90th Avenue, Chiefland, Florida 32626. The stockholders from time to time designate such other address and place as the principal and registered office of such corporation and such other person as its registered agent, subject to requirements of Florida laws.

ARTICLE SEVEN: MANAGEMENT

The business of this corporation shall be managed by its stockholders rather than by a Board of Directors. In the management of the business of this corporation, the act of the stockholders representing the majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy shall be the act of the corporation. Each stockholder shall be entitled to one vote in person or by proxy for each share of voting stock held by her or him. A majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall constitute a quorum at any meeting of the stockholders for the management of the business of the corporation.

ARTICLE EIGHT: INCORPORATORS

The name and street address of the incorporator of these Articles of Incorporation are as follows:

NAME

ADDRESS

JEFFREY C. VENABLE

12490 NW 90TH Avenue
Chiefland, Florida 32626

ARTICLE NINE: OFFICERS

The names and titles of the officers of the corporation who shall serve until their successors are elected in accordance with the By-Laws are as follows:

NAME

OFFICE

ROBERT J. DURBIN

President

JEFFREY C. VENABLE

Vice-President, Secretary-
Treasurer

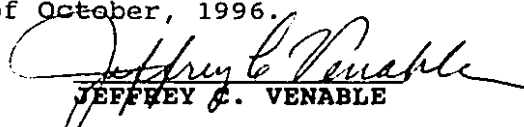
ARTICLE TEN: EFFECTIVE DATE

These Articles of Incorporation shall become effective immediately upon filing with the Department of State.

ARTICLE ELEVEN: AMENDMENTS

The Incorporators shall adopt initial By-Laws for the corporation which may be amended by the stockholders from time to time in any manner that is not inconsistent with the law or these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal and authorized the foregoing Articles of Incorporation to be filed with the Department of State this 30th day of October, 1996.


JEFFREY C. VENABLE

ACCEPTANCE BY REGISTERED AGENT

As registered agent designated herein, I hereby acknowledge that I am familiar with and accept the duties and responsibilities as registered agent for said corporation.


JEFFREY C. VENABLE

STATE OF FLORIDA

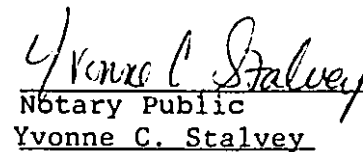
COUNTY OF LEVY

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to take acknowledgments, personally appeared JEFFREY C. VENABLE to me known to be the person described herein and who executed the foregoing and he acknowledged before that he executed the same and he is personally known to me and that an oath was not taken.

WITNESS my hand and official seal in the County and State last aforesaid this 30th day of October, 1996.



YVONNE C STALVEY
My Commission CC338210
Expires Dec. 29, 1997
Bonded by ANB
800-852-5878


Notary Public
Yvonne C. Stalvey

NOTARY
PUBLIC
STATE OF FLORIDA
96 OCT 31 PM 1:06