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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

November 8, 1996

State of Florida  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

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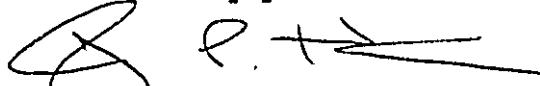
Re: **Sumner Seafood, Inc.**

Dear Reader:

Enclosed for filing are the Articles of Incorporation of the above-referenced Corporation, along with our check made payable to the Secretary of State in the amount of \$70.00, representing the fee for filing of the Articles and registration of registered agent. Please acknowledge filing of the enclosed original by date stamping the enclosed photocopy of the Articles of Incorporation and returning them to this office.

Should you have any questions, please do not hesitate to contact me.

Very truly yours,

  
John P. Holsonback

JPH/lp  
Enclosure  
cc: Mr. Ronnie G. Sumner  
incorpor/secstatsumner

XH  
11-15-96

ARTICLES OF INCORPORATION  
OF  
GUMNER SEAFOOD, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I  
NAME

The name of the corporation is: **Sumner Seafood, Inc.**

ARTICLE II  
DURATION

The corporation shall exist in perpetuity.

ARTICLE III  
PURPOSE

The purposes for which the corporation has been formed are any and all lawful business permitted under the laws of the State of Florida and of the United States.

ARTICLE IV  
CAPITAL STOCK

The corporation is authorized to issue 10,000 shares of \$1.00 par value stock which shall be designated "Common Shares."

ARTICLE V  
RIGHT OF SHARES OF CAPITAL STOCK

The entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares, each share having one vote. Nothing in these Articles shall be construed to allow cumulative voting of shares or allowance of preemptive rights.

ARTICLE VI  
INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial Registered Agent and Registered Office of the corporation is: **Ronnie G. Sumner, 3807 South Nine Drive, Valrico, Florida 33594.**

ARTICLE VII  
INITIAL BOARD OF DIRECTORS

The corporation shall not have less than one Director and not more than ten Directors. The number of Directors may be either increased or decreased from time to time by the By-Laws adopted by the corporation. The name and address of the initial Director is:

<u>NAME</u>	<u>ADDRESS</u>
Ronnie G. Sumner	3807 South Nine Drive Valrico, Florida 33594

ARTICLE VIII  
INCORPORATOR

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

<u>NAME</u>	<u>ADDRESS</u>
John P. Holsonback	100 North Tampa Street Suite 2650 Tampa, Florida 33602

ARTICLE IX  
BY-LAWS

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the Board of Directors.

ARTICLE X  
INDEMNIFICATION

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

ARTICLE XI  
COMMENCEMENT OF CORPORATE EXISTENCE

Corporate existence shall be deemed to commence on the date of subscription and filing of these Articles of Incorporation; however, in the event these Articles are not filed with the Secretary of State within five (5) days of execution and acknowledgment, the effective date shall be the date these Articles are filed with the Secretary of State.

ARTICLE XII  
AMENDMENT

These Articles of Incorporation may be altered or amended by resolution, adopted by the Board of Directors and presented to and

approved by the holders of a majority of the outstanding Common Shares entitled to vote thereon, or they may be altered or amended in any other manner now or hereafter provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 8th day of November, 1996.

  
Name: John P. Holsonback

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared John P. Holsonback, known to me to be the person who executed the foregoing Articles of Incorporation, and acknowledged before me that the same was freely and voluntarily executed for the purposes therein expressed.

WITNESS my hand and official seal this 8th day of November, 1996.

Notary Seal

  
Linda Rutledge, Notary Public  
My Commission Expires: 11-29-99



LINDA RUTLEDGE  
My Commission CC517701  
Expires Nov. 29, 1999

**CERTIFICATE DESIGNATING  
PLACE OF BUSINESS OR 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:

That Sumner Seafood, Inc., a Florida corporation, with its Principal office as indicated in the Articles of Incorporation, at 3807 South Nine Drive, Valrico, Florida 33594, has named Ronnie G. Sumner as its agent to accept service of process within this state.

**ACKNOWLEDGEMENT:**

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, the undersigned, hereby accepts to act in this capacity, and agrees to comply with the provision of said act relative to keeping open said office.

By: Ronnie G. Sumner  
Ronnie G. Sumner, Registered Agent

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