

P97000082007

SHRADER R. MILLER, ESQ.

P. O. Box 265

Cedar Key, Florida 32625

(352) 543-5624

September 16, 1997

~~Ms. Angela Cardone~~

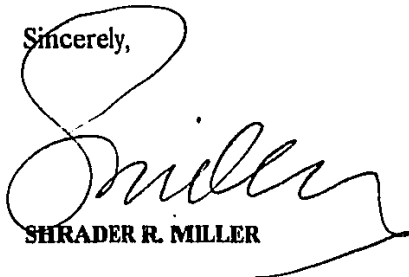
SECRETARY OF STATE, Division of
Corporations
P. O. Box 6327
Tallahassee, FL 32314

Dear Angela,

Enclosed please find two signed originals of the Articles of Incorporation of
MERMAID'S CLAM LANDING, INC., together with the appropriate filing fee.

Please record and return at your earliest convenience.

Sincerely,


SHRADER R. MILLER

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DIVISION OF CORPORATIONS
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**ARTICLES OF INCORPORATION
OF
MERMAID'S CLAM LANDING, INC.**

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, do hereby declare and affirm the intent and purpose of forming a corporation under the laws of the State of Florida.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ARTICLE I

The corporation hereby proposed to be organized shall be named and known as MERMAID'S CLAM LANDING, INC., by which name it may contract and be contracted with, sue and be sued, adopt a corporate seal, and do all things necessary to the conduct of its business in the furtherance of its expressed purpose.

ARTICLE II

The purpose and nature of the business which is to be transacted, promoted and carried on by this corporation shall be to engage in aquaculture activities, including but not limited to the purchase and the raising of seed clams for replanting or sale to others, and further to buy, sell, convey, lease, pledge, mortgage, exchange, assign or otherwise acquire, hold and dispose of, handle and otherwise deal in and with real and personal property or any interest therein of whatever name, nature and description, and wherever the same may be situated, either within or without the State of Florida, and elsewhere, and to exercise unlimitedly all rights and powers incident to the acquisition, holding or disposition of such interest; to borrow money, credit or property, to make contracts, to incur obligations and to secure same by mortgage or pledge of all or part

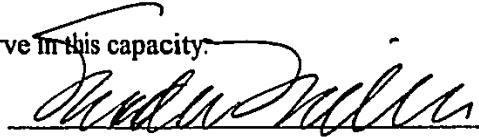
of its assets or franchise; and to do any and all further acts as now or hereafter authorized by law for a corporation, and it being the intention that the enumeration of specific powers shall not operate to limit in any manner the general power conferred upon corporations by the laws of the State of Florida.

ARTICLE III

The duration of the corporation shall be perpetual.

ARTICLE IV

The address of the registered office of this corporation is P.O. Box 265, 850 3rd Street, Cedar Key, Florida 32625. The name and address of its resident agent is Shrader R. Miller, P.O. Box 265, 850 3rd Street, Cedar Key, Florida 32625, who by his signature below acknowledges his willingness to so serve in this capacity.



ARTICLE V

The address of the principal office of the corporation shall be P.O. Box 265, Unit #4, Tres Palmas Condominiums, Cedar Key, Florida 32625.

ARTICLE VI

The aggregate number of shares which the corporation shall have the authority to issue is two thousand (2,000) of no par value, all one class which shall be designated common stock. The voting power of such stock shall be one (1) vote per share.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ARTICLE VII

Shareholders shall not be personally liable for any debt or liability of the corporation, nor shall private property of the shareholders be subject to the payment of the corporation debts, or liabilities, by reason of being the property of the shareholder.

ARTICLE VIII

The affairs and business of the corporation are to be conducted:

- A. by the Board of Directors of such number as the shareholders may select at each annual meeting of the shareholders;
- B. by a President, a Vice-President, Secretary and a Treasurer, each of whom shall be selected by the Board of Directors at such time and in such manner as the Board of Directors may select, provided, however that any two or more offices may be held by the same person, except that the offices of President and Secretary may not be held by the same person if the corporation has more than one shareholder; and,
- C. by such officers, assistant officers, and agents as the Board of Directors may authorize the President of the Corporation to appoint; by the incorporators hereof.

ARTICLE IX

The first Board of Directors shall consist of:

SUSAN E. RAMBERG, P. O. Box 265, 850 3rd St., Cedar Key, Florida 32625
(352)543-5038

SHARON MOORE, P.O. Box 33035, Decatur, GA 30033 (404)248-9512

KATHRYN KOVALY, Mermaid's Landing, Highway 24, Cedar Key, FL 32625
(352)543-4979

ARTICLE X

The name and addresses of the incorporators are:

SUSAN E. RAMBERG, P. O. Box 265, Tres Palmas Condominiums Cedar Key,
Florida 32625 (352)543-5038

KATHRYN KOVALY, Mermaid's Landing, Highway 24, Cedar Key, Florida
32625 (352)543-4979

SHARON MOORE, P. O. Box 33035, Decatur, GA 30033 (404)248-9512

ARTICLE XI

Any provision in these Articles of Incorporation may be amended, altered, changed, or repealed in the manner now or hereinafter prescribed by statute, and all rights conferred upon the shareholders hereinafter are granted subject to this reservation.

IN TESTIMONY WHEREOF, the undersigned, being all of the incorporators hereinbefore named, for the purpose of forming a corporation under the laws of the State of Florida, do hereby make file and record these Articles of Incorporation, and they have accordingly hereunto signed their names this 10th day of July, 1997.

Susan E Ramberg
SUSAN E. RAMBERG

Sharon Moore
SHARON MOORE

Kathryn Kovaly
KATHRYN KOVALY

STATE OF GEORGIA)

)SS:

COUNTY OF Coweta)

I, Elizabeth Faith Storey, a Notary Public for the State of Georgia, do hereby certify that the foregoing Articles of Incorporation of MERMAID'S CLAM LANDING, INC., were acknowledged before me by SHARON MOORE, personally known by me, as an incorporator thereof, to be her act and deed this 25 day of August, 1997. She did not take an oath.

IN TESTIMONY WHEREOF, witness my hand and seal this 25 day of ^{August}~~July~~ 1997.

My Commission expires: MY COMMISSION EXPIRES APRIL 25, 1999

Elizabeth F. Storey
NOTARY PUBLIC

8/25/97

STATE OF FLORIDA)

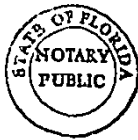
)SS:

COUNTY OF LEVY)

I, Dorothy Grix, a Notary Public for the State of Florida, do hereby certify that the foregoing Articles of Incorporation of MERMAID'S CLAM LANDING, INC., were acknowledged before me by SUSAN E. RAMBERG, and KATHRYN KOVALY, personally known by me, as incorporators thereof, to be their act and deed this 16th day of ~~August~~ ^{Sept}, 1997. They did not take an oath.

IN TESTIMONY WHEREOF, witness my hand and seal this 16 day of ~~August~~ ^{Sept}, 1997.

My Commission expires: 26 Sept 1999



DOROTHY GRIX
My Comm Exp. 9/26/99
Bonded By Service Ins
No. CC479031

☒ Personally Known ☐ Other I.D.

Dorothy Grix