

PC97000085630

FILED

97 OCT -3 AM 11:47

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

October 1, 1997

EFFECTIVE DATE  
10-1-97

Department of State  
PO Box 6327  
Tallahassee FL 32314

500002311225--8  
-10/03/97--01055-032  
\*\*\*\*131.25 \*\*\*\*131.25

RE: Lynn Haven Seafood Market Inc.

Dear Sir:

Enclosed with this letter are our Articles of Incorporation for Lynn Haven Seafood Market Inc. We would like the corporation to be effective as of October 1, 1997. Enclosed you will find a check for \$131.25 to cover the filing fees, certified copy and certificate.

Sincerely,

*Hoa T. Phan*

Hoa T. Phan  
President

97 OCT -3 PM 11:31  
DIVISION OF CORPORATIONS

P. Hall • OCT - 3 1997

ARTICLES OF INCORPORATION

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation for such corporation:

1. The name of the corporation is Lynn Haven Seafood Market Inc.
2. The period of its duration is perpetual.
3. The purpose is to engage in any activities or business permitted under the laws of the United States and the State of Florida.
4. The corporation shall have authority to issue 100 shares of common stock having a par value of \$1.00 per share.
5. The address of its initial registered office is:

1217 Ohio Avenue  
Lynn Haven FL 32444

The Registered Agent is Hoa T. Phan.

6. The number of directors may be from time to time fixed by the shareholders. The number of directors constituting its initial Board of Directors is four, whose name and address is as follows:

✓ Hoa T. Phan  
1217 Ohio Avenue  
Lynn Haven FL 32444

✓ Austin Davis  
1217 Ohio Avenue.  
Lynn Haven FL 32444

✓ Le V. Nguyen  
1217 Ohio Avenue  
Lynn Haven FL 32444

Randall Davis  
1217 Ohio Avenue  
Lynn Haven FL 32444

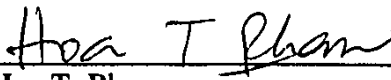
EFFECTIVE DATE

10-1-97

7. The Corporation's principal office along with the Incorporator is as follows:

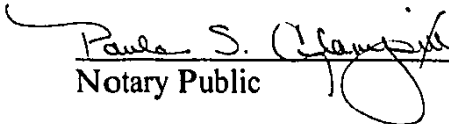
Hoa T. Phan  
Lynn Haven Seafood Market Inc.  
1217 Ohio Avenue  
Lynn Haven FL 32444

8. The power to adopt, alter, amend or repeal the By-laws shall be vested in the Board of Directors and the Shareholders, and said power shall be exercised by a unanimous vote of the Directors and Shareholders.
9. The Shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a Stockholder's meeting by a unanimous vote of all common stock issued and outstanding.
10. The unanimous consent of the Stockholders of the corporation shall be required for any Shareholder action.
11. The unanimous consent of the Board of Directors of the corporation shall be required for any action of the Board of Directors.
12. The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property or in shares of capital stock of the corporation.
13. This corporation shall commence its existence on this, the 1st day of October 1997, as agreed upon by all shareholders.

  
Hoa T. Phan

STATE OF FLORIDA  
COUNTY OF BAY

Before me, the undersigned authority, Hoa T. Phan, personally appeared, well known to me to be the person described herein and who executed the foregoing instrument and acknowledged to and before me that he executed the same. Witness my hand and official seal this 1st day of October 1997.

  
Notary Public



PAULA S CLAMPITT  
My Commission CC441244  
Expires Feb. 23, 1999  
Bonded by HAI  
800-422 1555

CERTIFIED DESIGNATION PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING  
AGENT UPON WHO PROCESS MAY BE SERVED.

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted,  
in compliance with said act:

First - Lynn Haven Seafood Market Inc., desiring to organize under the laws  
of the State of Florida with it's principal office as indicated in the Articles of  
Incorporation, at City of Lynn Haven, County of Bay, State of Florida, has  
named Hoa T. Phan, 1217 Ohio Avenue, Lynn Haven, Florida, 32444 as its  
registered agent to accept services of process with this State.

#### ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated  
corporation, at place designated in this certificate, I hereby accept to act in  
this capacity, and agree to comply with the provisions of said office.

Hoa T. Phan  
Hoa T. Phan, Registered Agent

STATE OF FLORIDA  
COUNTY OF BAY

Before me, the undersigned authority, Hoa T. Phan, personally appeared,  
well known to me to be the person described herein and who executed the  
foregoing instrument and acknowledged to and before me that he executed  
the same. Witness my hand and official seal this 1st day of October 1997.

Paula S. Clampitt  
Notary Public



PAULA S. CLAMPITT  
My Commission CC441244  
Expires Feb. 23, 1999  
Bonded by HAI  
R00-422 1686