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KATHRYN F. CAUSEY, C.P.A.
Certified Public Accountant
P. O. Box 46
Cedar Key, Fl. 32625-0046
Tel. (352)543-6271 Fax (352)543-9920

December 19, 1997

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Fl. 32314

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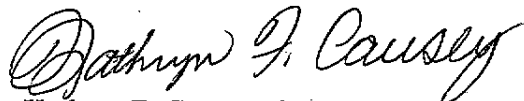
Re: HPSB Clams, Inc.

Gentlemen:

Enclosed please find original and one copy of Articles of Incorporation, together with check for \$ 70.00.

This represents the cost of filing fees for incorporation and designation of registered agent.

Most sincerely,


Kathryn F. Causey, C.P.A.

Enclosures

*****Mailing Address of the Corporation*****

P. O. Box 46
Cedar Key, Fl. 32625-0046

***** (352)543-6271 *****

FILED
97 DEC 22 AM 9:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. REGISTER DEC 24 1997

ARTICLES OF INCORPORATION
OF
HPSB CLAMS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of the corporation shall be HPSB Clams, Inc.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business of this corporation shall be 12830 Jernigan Avenue, Cedar Key, FL 32625, and the mailing address is P. O. Box 46, Cedar Key, FL 32625.

ARTICLE III. CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 5,000 shares.

ARTICLE IV. INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Kathryn F. Causey, Jackson's Island, at 12232 Franko Circle in Cedar Key, Florida and the mailing address is P. O. Box 46, Cedar Key, FL 32625.


ARTICLE V. INCORPORATOR


The name and address of the incorporators to these Articles of Incorporation are Kathryn F. Causey and Thomas Edward Page, III, 12232 Franko Circle in Cedar Key, Florida and the mailing address is P. O. Box 46, Cedar Key, FL 32625.

EFFECTIVE DATE

The effective date of this incorporation shall be as of January 1, 1998.

The undersigned has executed these Articles of Incorporation this 19th day of December 1997.


Kathryn F. Causey
Incorporator


Thomas Edward Page, III
Incorporator

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits and following statement in designating the registered office/registered agent in the state of Florida.

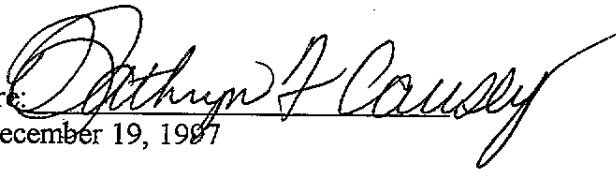
1. The name of the corporation is HPSB Clams, Inc.
2. The name of the registered agent and office is Kathryn F. Causey, 12232 Franko Circle in Cedar Key, Florida and the mailing address is P.O. Box 46, Cedar Key, Fl. 32625.

Signature: 

Title: Treasurer

Date: December 19, 1997

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Signature: 

Date: December 19, 1997

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