

P98000012045



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

January 12, 1998

SUNSET MEAT & FISH  
GOLD COAST PLAZA  
6933 SUNSET STRIP  
SUNRISE, FL 33313

SUBJECT: SUNSET MEAT & FISH INC.  
Ref. Number: W98000000681

300002421973--2  
-02/05/98--01016--004  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Office Use Only

We have received your document for SUNSET MEAT & FISH INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$70.00.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6923.

Doris McDuffie  
Corporate Specialist Supervisor

Letter Number: 998A00001632

FILED

98 FEB -5 AM 9:39

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Dmc  
2/6/98

**FILED**

98 FEB -5 AM 9:39

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
for  
SUNSET MEAT & FISH INC.**

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

**ARTICLE I**

The name of this corporation shall be Sunset Meat & Fish Inc., and the initial address of this corporation shall be, 6933 Sunset Strip, Sunrise, Fl. 33313.

**ARTICLE II**

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory, or nation.

**ARTICLE III**

The capital stock authorized, the par value thereof, and the characteristics of such stocks shall be as follows:

Number of Shares Authorized	Par Value Per Share Stock	Class of Stock
100	1.00	Common

The consideration for all of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of the corporation.

#### ARTICLE IV

This corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

#### ARTICLE V

The initial registered officer of this corporation shall be at 6933 Sunset Strip, Sunrise Fl. 33313, with the privilege of having its offices and branch offices at other places within or without the State of Florida. The initial registered agent at that address shall be Carlton Bryce.

#### ARTICLE VI

This corporation shall have three (3) directors initially. The name and street address of the initial directors who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Carlton Bryce, President/Executive Director  
6933 Sunset Strip,  
Sunrise, Fl. 33313.

Hildreth Stoddart, Vice President/Managing Director  
6933 Sunset Strip,  
Sunrise, Fl. 33313.

Cedric Brown, Secretary/Treasurer  
6933 Sunset Strip,  
Sunrise, Fl. 33313.

#### ARTICLE VII

The name and address of the incorporator is, Carlton Bryce, 6933 Sunset Strip, Sunrise, Fl. 33313.

#### ARTICLE VIII

No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors or officers of, such other corporation. Any director, individual or any firm of which any director may be a member, may be a party to, or may peculiarly or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

#### ARTICLE IX

The private property of the stockholders shall not be subject to payment of the corporate debts in any event.

#### ARTICLE X

This corporation shall indemnify and insure it's officers and directors to the fullest extent permitted by law either now or hereafter.

IN WITNESS WHEREOF, I, the undersigned, being the Incorporator herein before named, for the purposes of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true and correct.



Carlton Bryce

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCES WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MY BE SERVED.

In compliance with the laws of Florida, the following is submitted:

First, that Sunset Meat & Fish Inc. desiring to organize under the laws of the State of Florida, has named Carlton Bryce of 6933 Sunset Strip, Sunrise, Fl., County of Broward, State of Florida it's statutory Registered Agent.

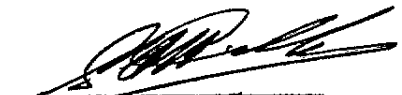
Having been named the statutory Registered Agent of the above corporation at the place designed in this certificate, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open, and I accept the obligations of section 607.325 F.S.



Carlton Bryce  
Registered Agent

DATED: This 19<sup>th</sup> day of DEC, 1997.

The foregoing instrument was acknowledged before me this 19<sup>th</sup> day of DEC, 1997 by CARLTON BRYCE who is personally known to me or who has provided \_\_\_\_\_ as identification and who did-did not take an oath.



NOTARY PUBLIC

My commission expires:



FILED

CERTIFICATE AND ACKNOWLEDGEMENT  
OF REGISTERED AGENT

98 FEB -5 AM 9:39

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CERTIFICATE OF REGISTERED AGENT  
OF  
SUNSET MEAT & FISH INC.

Pursuant to Florida Statutes Sections 48.091 and 607.501, the following is submitted:  
The above corporation, desiring to organize under the laws of the State of Florida with  
registered office as indicated in the Articles of Incorporation at 6933 Sunset Strip,  
Sunrise, Florida has named CARLTON BRYCE located at the aforesaid address, as it's  
Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to Accept service of process for the above stated  
corporation at the place designated in this certificate, and being familiar with the  
obligations of that position, I hereby accept to act in this capacity, and agree to comply  
with the provisions of Fl. Law in keeping open said office.

  
\_\_\_\_\_  
Carlton Bryce

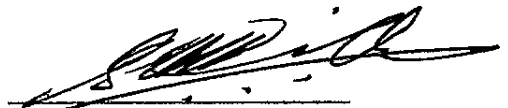
STATE OF FLORIDA )

) SS:

COUNTY OF BROWARD )

BEFORE ME, the undersigned authority, personally appeared Carlton Bryce, to me known to be the person described in and who executed the foregoing Articles of Incorporation, who, after being duly sworn under oath, acknowledged before me that he executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the state and country aforesaid this 19<sup>th</sup> day of DEC, 1997.

  
Notary Public,  
State of Florida at Large

My commission expires:

