90 Alan Walki 707 North Fr City/State/2 TAMPA, FIZ 3	Law tirm, P. A uestor's Name Address Address Anklin St., Suite 750 Zip Phone #	300002 300002 ****** Office Use Only	652363 179801049- 22.50 ****	3——5 002 122.50
1(Corpo	oration Name) (Do	cument #)		· · · · · · · · · · · · · · · · · · ·
4(Corporation of the corporation of the cor	Pick up time Will wait Photocopy AMENDMENTS Amendment Resignation of R.A., Officer/ Direct	Cument #) Certified Copy Certificate of Status	98 SEP 30 PM 1: 25 DIVISION CONSTRUCTIONS TALLAHASSEE, FLORIDA	
Limited Liability Domestication Other OTHER FILINGS Annual Report	Change of Registered Agent Dissolution/Withdrawal Merger REGISTRATION/ QUALIFICATION Foreign		ONS .	
Fictitious Name Name Reservation	Limited Partnership Reinstatement Trademark Other	SC X) & . }*	10.6

CR2E031(1/95)

Examiner's Initials

ARTICLES OF INCORPORATION

OF

BAY CITY SEAFOOD, INC.



The undersigned, being duly licensed to practice law in the State of Florida, desiring to form a corporation in accordance with Chapter 607 of the Florida General Corporation Act, adopt the following Articles of Incorporation:

ARTICLE ONE

NAME

1.01 The name of the Corporation shall be BAY CITY SEAFOOD, INC.

ARTICLE TWO

REGISTERED OFFICE AND AGENT

2.01 The location and address of the Corporation's principal office in Florida is 2201 South Valrico Road, Valrico, Florida 33594. The initial registered agent at the registered office is Allan C. Watkins, 707 North Franklin Street, Suite 750, Tampa, Florida 33602.

ARTICLE THREE

PURPOSE

3.01 The Corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR

DURATION

4.01 The term of existence of the Corporation is perpetual.

ARTICLE FIVE

INCORPORATORS

5.01 The name and post office address of the incorporator is:

Name

Address

Allan C. Watkins

707 North Franklin Street Suite 750 Tampa, Florida 33602

ARTICLE SIX

DIRECTORS

6.01 The Board of Directors shall consist of at least one and not more than five members. The name and address of the first Board of Directors is:

Name

Address

William Eichhorn

2201 South Valrico Road Valrico, Florida 33594

ARTICLE SEVEN

CAPITAL STOCK

7.01 The number of shares of stock that the Corporation is authorized to have outstanding is Ten Thousand (10,000), all of which shall be common shares with par value One Dollar (\$1.00).

ARTICLE EIGHT

STATED CAPITAL

8.01 The amount of capital with which the Corporation shall begin business is Five Hundred Dollars (\$500.00).

ARTICLE NINE

AMENDMENT OF ARTICLES

9.01 The Corporation reserves the right to amend these Articles of Incorporation at any time in a manner now or subsequently permitted by statute. Any change authorized by the holders of shares entitling them to exercise a majority of the voting powers of the Corporation, or any greater number that may then be required by statute, shall be binding and conclusive on every shareholder of the Corporation as fully as if each shareholder had voted for the change. No shareholder, notwithstanding that he or she may have voted against the amendment or may have objected in writing, shall be entitled to payment of the fair cash value of his or her shares or any other rights of a dissenting shareholder.

IN WITNESS WHEREOF, I ha	ave signed thes	se Articles of Incorpo	ration on this Z	41
day of September, 1998.	'			
,	Q_{I}	n C. Watken	***	-
	(111lm	n C. Warren		

Allan C. Watkins, Incorporator

STATE OF FLORIDA

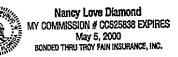
COUNTY OF HILLSBOROUGH

On this day of the day, 1998, before me personally appeared Allan C. Watkins, who has presented as identification or is personally known to me, and acknowledged that he executed the document for the purposes contained within it.

IN WITNESS WHEREOF, I sign here and set my official seal.

Notary Public

My Commission Expires:



ACCEPTANCE BY DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this statement, 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 compete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Allan C. Watkins

Date: Sept 25, 1998

98 SEP 30 PM 1: 26
DIVISION SEE STATIONS

ASSIGNMENT

THIS ASSIGNMENT is dated this ______ day of ______, 1998, by and between Bay City Seafoods, Inc. and John H. Pestalozzi, its incorporator, and Bay City Seafood, Inc., a Florida corporation to be formed and William Eichhorn.

Whereas, Pestalozzi formed Bay City Seafoods, Inc., a Florida corporation, and

Whereas, Pestalozzi no longer has any need for the Corporation and desires to sell and assign the rights to the name "Bay City Seafoods, Inc.", and

Whereas, William Eichhorn desires to acquire the rights to the name"Bay City Seafoods, Inc."

NOW THEREFORE, in consideration of Ten Dollars (\$10.00) the receipt and sufficiency of whish is hereby acknowledged, Pestalozzi sells, assigns and transfers all right title and interest in the name "Bay City Seafoods" to William Eichhorn.

John H. Pestalozi, individually and as incorporator of Bay City Seafoods, Inc.

