

P99000000063

December 22, 1998

Divison of Corporations  
P.O. Box 6327  
Tallahassee, Florida, 32314

300002727343--9

-12/31/98--01013--024

\*\*\*\*122.50 \*\*\*\*78.75

Re: B & H Fish Farm, Inc.

Dear Sirs:

Enclosed ae the original and one copy of the Articles of Incorporation for the above-named proposed Florida corporation. Also find enclosed a check in the amount of \$122.50 representing the following:

Filing fees:	\$35.00
Certified Copy fee	52.50
Registered agent fee	35.00

Please file the enclosed Articles of Incorporation and return a certified copy to me.

Thank you for your courtesies in this matter.

Sincerely,

*James N. Bush*

James N. Bush

8612 St. Rd. 84

Davie, FL

33324

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 DEC 31 AM 8:38

FILED

EFFECTIVE DATE

12-22-98

JNB/hb

enclosures:

JPB  
1-4-99

EFFECTIVE DATE  
12-22-98

ARTICLES OF INCORPORATION  
OF  
B & H FISH FARMS, INC.

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I-Name

The name of the corporation is B & H FISH FARMS, INC.

ARTICLE II-Commencement and Duration

The corporation is to commence its corporate existence on the date of subscription and acknowledgement of these articles of incorporation and shall exist perpetually thereafter until dissolved according to law.

ARTICLE III-Purpose

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV-Stated Capital

The corporation is authorized to issue 100 shares of common stock with no par value.

Each outstanding share, regardless of class, shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.

The shares of stock may be issued for such consideration, having a value not less than the par value of the shares issued therefor, as is determined from time to time by the board of directors, to be paid, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation. Shares may not be issued until the full amount of the consideration therefor has been paid. Thereafter, such shares shall be deemed to be fully paid and nonassessable.

ARTICLE V-Board of Directors

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the board of directors.

Any and all of the powers and duties conferred to or imposed upon the board of directors, by resolution of the shareholders adopted at a special meeting called for that purpose, may be exercised or performed to such extent and by such person or persons as shall be provided by the shareholders.

The corporation shall have one (1) director initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the bylaws of the corporation.

The names and street address of the initial director who shall hold office until his successor(s), who shall be chosen at the first meeting of the stockholders, has/have qualified shall be:

Name  
CECIL HENDERSON

Address  
4124 S.W. 61 AVENUE  
DAVIE, FLORIDA 33314

#### ARTICLE VI-Indemnification

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

#### ARTICLE VII-Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the shareholders, but the board of directors may not alter, amend or repeal any bylaws adopted by the shareholders if the shareholders provide that the bylaws shall not be altered, amended or repealed by the board of directors.

#### ARTICLE VIII-Amendment

The articles of incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding, at any regular meeting of the stockholders or at any special meeting of the stockholders called for that purpose.

#### ARTICLE IX-Incorporator

The name and address of the Incorporator to these Articles of Incorporation is:

Name  
CECIL HENDERSON

Address  
4124 S.W. 61 AVENUE  
DAVIE, FLORIDA 33314

The address of the corporation is: 4124 S.W. 61 AVENUE  
DAVIE, FLORIDA 33314.

ARTICLE X-Initial Registered Office and Agent

The initial street address of the corporation is 4124 S.W. 61st Avenue, Davie, Florida, 33314. The name of the initial registered agent of the corporation is JAMES N. BUSH and his address is 8612 State Road 84, Davie, Florida, 33324.

IN WITNESS WHEREOF, the undersigned, as incorporator, hereby executes these Articles of Incorporation this 22nd day of December, 1998.

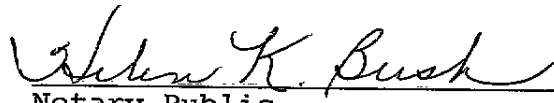
  
CECIL HENDERSON

STATE OF FLORIDA

COUNTY OF BROWARD.

Before me, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgements, personally appeared CECIL HENDERSON known to me and known by me to be the person(s) who executed the foregoing articles of incorporation, and that he acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal this 22nd day of December, 1998 at Davie, Broward County, Florida.

  
Notary Public  
State of Florida at Large

Printed/stamped name of Notary  
My commission expires:



Certificate Designating Place of Business or Domicile for the Service of Process Within this State, Naming Agent Upon Whom Process May be Served

In compliance with Section 48.091, Florida Statutes, the following is submitted:

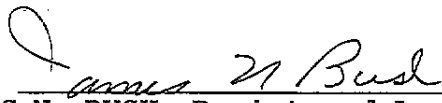
That B & h FISH FARM, INC. desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 4124 S.W. 61st Avenue, Davie, Fl. 33314, and has named James N. Bush, Esq., 8612 State Road 84, Davie, Florida 33324 as its agent to accept service of process within this state.


ACKNOWLEDGMENT:

Having been named to accept service of process for the above named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

DATED: December 22, 1998.

  
JAMES N. BUSH, Registered Agent

  
**FILED**  
98 DEC 31 AM 8:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA