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GAINESVILLE, FL 32601-5367

WILLIAM H. CHANDLER  
1920-1992

April 5, 1999

Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: Articles of Incorporation of B & L Seafood, Inc. and Certificate of Designation of  
Resident Agent

Dear Madam or Sir:

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-04/06/99--01019--002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

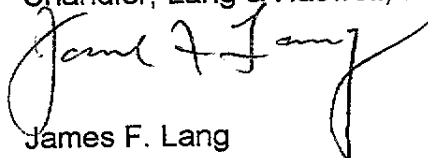
Enclosed herewith please find the original and one copy of the Articles of  
Incorporation for the above captioned company. I am enclosing herewith a check in the  
amount of \$70.00 to pay for the filing of these documents.

If everything seems to be in good order, would you please send to me a copy of  
same together with your statement as to the date when the filing occurred.

Thank you for your kind cooperation.

Yours very truly,

Chandler, Lang & Haswell, P.A.

  
James F. Lang

JFL/slr  
Enclosures

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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**ARTICLES OF INCORPORATION**  
**OF**  
**B & L SEAFOOD, INC.**

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We, the undersigned, hereby associate ourselves for the purpose of becoming a corporation under the laws of the State of Florida, providing for the formation, liabilities, rights, privileges, and immunities of a corporation for profit.

**ARTICLE I - NAME**

The name of this corporation shall be: **B & L SEAFOOD, INC.**

**ARTICLE II - DURATION OF EXISTENCE**

The corporation shall have perpetual existence unless sooner dissolved according to law.

**ARTICLE III - PURPOSE**

The corporation is organized for the purpose of transacting any or all lawful business, including, but not limited to, the following:

(a) To acquire the goodwill, rights, property, and assets of all kinds, to undertake the whole or any part of the liabilities of any person, firm, association, or corporation, in such terms and conditions as may be agreed upon, and to pay for the same in cash, stocks, bonds, debentures, or other securities of this corporation or otherwise.

(b) To buy, sell, deal in, lease, hold, or improve real estate and buildings of various kinds, and the fixtures and personal property incidental thereto or connected therewith, and with that end in view to acquire by purchase, lease, hire, or otherwise, lands, tenements, buildings and hereditaments, or other property of the company.

(c) To buy, sell, deal in, construct, build, lease, hold, or improve apartments, houses, rental units of various kinds and types, and the fixtures and personal property incidental thereto or connected therewith, and with that end in view, to acquire by purchase, lease, hire or otherwise, or to build and construct lands, tenements, buildings, apartment units, hereditaments, or any interest therein, and to improve the same and generally to hold, manage, deal with, and improve the property of the company, and to sell, lease, mortgage, pledge, or otherwise dispose of the lands, tenements, buildings, apartment units, hereditaments, or other property of the company.

(d) To do any and all acts and things, and to exercise any and all other powers conferred by the laws of Florida upon corporations formed under the provisions of Chapter 607, Florida Statutes, 1997, as amended, and which now or hereafter may be authorized by law.

(e) To acquire, own, sell, and otherwise dispose of and deal in mortgages of corporations and individuals.

(f) To purchase, hold, sell, improve, and lease real estate, and mortgage and encumber the same and to erect, manage, care for, and maintain, extend, and alter buildings thereon.

(g) To lend money when not contrary to the laws of the State of Florida at the legal rate of interest or less, and to accept as security thereon mortgages, pledges, assignments, or any other real, personal, or mixed property of every sort and nature.

(h) To act as agent in the lending of money when not contrary to the laws of the State of Florida at the legal rate of interest or less; and to accept as security thereon mortgages, pledges, assignments, or any other real, personal, or mixed property of every sort and nature.

(i) To engage in the operation, ownership, and management of shopping centers, apartment houses, motels, or any other type or form of property of every form and nature, and to own, buy, sell, lease, or exchange any properties of any kind for that purpose.

(j) To own and operate a general seafood business, including, but not limited to, the collection and sale of various types of seafood.

#### ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock outstanding at any one time shall be five hundred (500) shares, with par value of One Dollar (\$1.00) per share, all of one class, common, participating voting stock.

#### ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which such stock is offered to others.

#### ARTICLE VI - INITIAL PRINCIPAL OFFICE, REGISTERED OFFICE AND AGENT

The street address of the initial principal office and registered office of this

corporation is 11871 SW 165<sup>th</sup> Avenue, Cedar Key, Florida 32625, and the name of the initial registered agent of the corporation at that address is Harold L. Carlton.

#### ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall not have less than one (1) director nor more than five (5) directors. The names and addresses of the initial directors of this corporation are as follows:

Name	Street Address
Harold L. Carlton, sole director	11871 SW 165 <sup>th</sup> Avenue Cedar Key, FL 32625

#### ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation as incorporator is as follows:

Name	Street Address
Harold L. Carlton	11871 SW 165 <sup>th</sup> Avenue Cedar Key, FL 32625

IN WITNESS WHEREOF, the undersigned incorporator has subscribed his name to these Articles of Incorporation on this 2nd day of April, 1999.

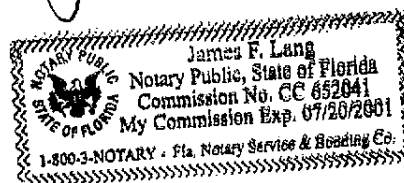
Harold L. Carlton (SEAL)

STATE OF FLORIDA  
COUNTY OF ALACHUA

I HEREBY CERTIFY that on this 2nd day of April, 1999, personally appeared before me, the undersigned authority, **Harold L. Carlton**, to me known to be the person described in and who executed the foregoing Articles of Incorporation as incorporator, and he acknowledged before me that he executed the same as his free and voluntary act and deed for the uses and purposes therein set forth and expressed. He is either personally known to me ( ), or produced his Florida driver's license as identification ( ), and did not take an oath.

WITNESS my hand and official seal in the County and State last aforesaid, the day and year written above.

James F. Lang  
Notary Public



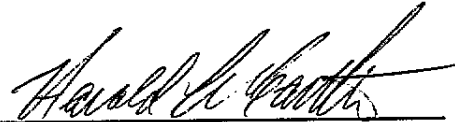
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED**

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

That **B & L Seafood, Inc.**, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at 11871 SW 165<sup>th</sup> Avenue, Cedar Key, Florida, 32625 has named **Harold L. Carlton**, whose street address is 11871 SW 165<sup>th</sup> Avenue, Cedar Key, Florida 32625, and whose mailing address is P.O. Box 165, Cedar Key, Florida 32625, as its agent to accept service of process.

**ACKNOWLEDGMENT:**

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



**Harold L. Carlton**  
Registered Agent

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