

A LEGAL PROFESSIONAL ASSOCIATION

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P990000034466
April 8, 1999

VIA FEDERAL EXPRESS

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

600002837686--5
-04/13/99-01037-001
*****70.00 *****70.00


Re: Pine Island Sound Clam Company

Dear Sir or Madam:

Enclosed are the Articles of Incorporation for the above-referenced Florida corporation, together with the filing fee in the amount of \$70.00.

Please let me know your questions and comments.

Very truly yours,


Woods King, III

WK:tl
Enclosures

cc: Dan McGrew (w/encls.)

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FILED
99 APR 13 AM 8:44
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

PINE ISLAND SOUND CLAM COMPANY

FILED
99 APR 13 AM 8:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, desiring to form a corporation for profit under the Florida Statutes, does hereby certify:

FIRST: The name of said corporation shall be Pine Island Sound Clam Company.

SECOND: The place in the State of Florida where its principal office is to be located is 8430 WINSLOW DRIVE, ST. JAMES CITY, FLORIDA 33956.

THIRD: The purpose or purposes for which it is formed are to engage in any lawful act or activity for which corporations may be formed under Florida Statutes, including tree farming.

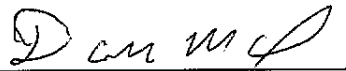
FOURTH: The corporation shall be authorized to issue Seven Hundred Fifty (750) shares of no par value common stock with voting rights and Five Hundred (500) shares of no par value common stock without voting rights; all of which, when issued, shall be deemed fully paid and non-assessable.

FIFTH: The corporation, by its directors, may purchase or redeem shares of any class of stock issued by it at such price and upon such terms as may be agreed upon between the directors and the selling shareholder or shareholders.

SIXTH: A director of the corporation shall not be disqualified by his office from dealing or contracting with the corporation either as a seller, purchaser or otherwise, nor shall any contract, or transaction be void or voidable with respect to the corporation for the reason that it is between the corporation and one or more of its directors or officers, or between the corporation and any other person in which one or more of its directors or any officers are directors, trustees, or officers, or have a financial or personal interest, or for the reason that one or more interested directors or officers participate in or vote at the meeting of the directors or a committee thereof which authorizes such contract or transaction, if in any such case (a) the material facts as to his or their relationship or interests and as to the contract or transaction are disclosed or are known to the directors or the committee and the directors or committee, in good faith reasonably justified by such facts, authorize the contract or transaction by the affirmative vote of a majority of the disinterested directors, even though the disinterested directors constitute less than a quorum; or (b) the material facts as to his or their relationship or interest and as to the contract or transaction are disclosed or are known to the shareholders entitled to vote thereon and the contract or transaction is specifically approved at a meeting of the shareholders held for such purpose by the affirmative vote of the holders of shares entitling them to exercise a majority of the voting power of the corporation held by persons not interested in the contract or transaction; or (c) the contract or transaction is fair as to

the corporation as of the time it is authorized or approved by the directors, a committee thereof, or the shareholders. Common or interested directors may be counted in determining the presence of a quorum at a meeting of the directors, or a committee thereof which authorizes the contract or transaction.

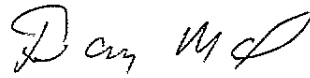
IN WITNESS WHEREOF, I have hereunto subscribed my name this 4th day of April,
1999.



Dan McGrew, Incorporator

ORIGINAL APPOINTMENT OF AGENT

KNOW ALL MEN BY THESE PRESENTS: That Dan McGrew, is hereby appointed Statutory Agent and is the agent upon whom process, tax notices and demands against Pine Island Sound Clam Company may be served at 8430 Winslow Drive, St. James City, Florida 33956.

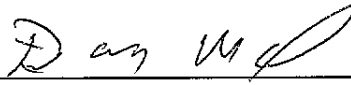


Dan McGrew, Incorporator

April 4, 1999

Pine Island Sound Clam Company

The undersigned hereby accepts the appointment as the Statutory Agent of your company upon whom process, tax notices and demands may be served.



Dan McGrew

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA