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Aug. 4  
July 29, 1999

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-08/05/99--01037--002  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

Re: Incorporation of THELMA LOU SEAFOOD, INC.

Ladies and Gentlemen:

Enclosed are original Articles of Incorporation for the referenced new corporation. Also enclosed is our trust account check in the amount of \$78.75 for the filing fee, registered agent designation, and a certified copy of the Articles of Incorporation.

Very truly yours,

PATRICIA K. OLNEY, P.A.

*Patricia K. Olney*  
By: Patricia K. Olney

TKO:sh  
Enclosures

FILED  
99 AUG -5 PM 3:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

11-25

ARTICLES OF INCORPORATION  
OF  
THELMA LOU SEAFOOD, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is: THELMA LOU SEAFOOD, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal office of the corporation for the transaction of business is to be located within the County of Brevard, State of Florida, at 740 Scallop Drive, Cape Canaveral, Florida 32920.

ARTICLE III - EXISTENCE

This corporation shall have perpetual existence.

ARTICLE IV - PURPOSE

The general purposes for which the corporation is organized are to own and operate a wholesale fish house, engage in the retail sale of seafood, and to transact any other lawful business.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares with \$1.00 par value common stock.

ARTICLE VI - REGISTERED AGENT AND OFFICE

The street address of the initial registered office of this corporation is: 740 Scallop Drive, Cape Canaveral, Florida 32920 and the name of the initial registered agent of this corporation is Jim R. Ward, Jr.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially, the number of directors may be either increased or diminished from time to time by the By-laws, but shall never be less than one.

The method of election of directors shall be as set forth in the By-laws. The name and address of the person who is to serve as a member of the initial Board of Directors is:

Jim R. Ward, Jr.  
740 Scallop Drive  
Cape Canaveral, Florida 32920

**ARTICLE VIII - INCORPORATOR**

The name and address of the incorporator is: Jim R. Ward, Jr., 740 Scallop Drive, Cape Canaveral, Florida 32920.

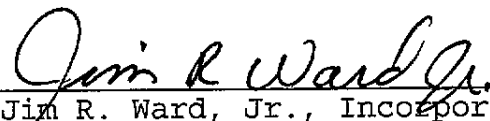
**ARTICLE IX - AMENDMENT**

This corporation reserves the right to amend or repeal any provision contained in the Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

**ARTICLE X - BYLAWS**

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the Shareholders.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 4<sup>th</sup> day of August, 1999.

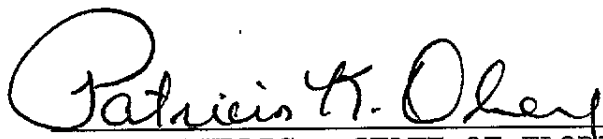
  
\_\_\_\_\_  
Jim R. Ward, Jr., Incorporator

STATE OF FLORIDA

COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this  
4<sup>th</sup> day of August, 1999, by Jim R. Ward, Jr., who is  
personally known to me or who produced as identification.

(seal)

  
\_\_\_\_\_  
NOTARY PUBLIC - STATE OF FLORIDA  
Printed name: \_\_\_\_\_  
My Commission expires: \_\_\_\_\_

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

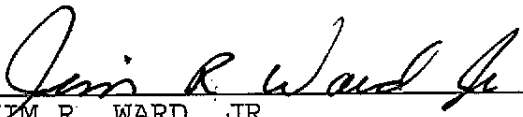
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Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act:

That **THELMA LOU SEAFOOD, INC.**, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in Cape Canaveral, Brevard County, Florida, has named JIM R. WARD, JR., whose address is 740 Scallop Drive, Cape Canaveral, Florida 32920, as its agent to accept service of process within this State.

**ACKNOWLEDGMENT**

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

  
\_\_\_\_\_  
JIM R. WARD, JR.  
Registered Agent

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA