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TRICO SHRIMP CO.

POST OFFICE BOX 6189
FT. MYERS BEACH, FL 33932

Telephone 941-765-1828
Fax 941-765-5055

August 23, 1999

Secretary of State
Post Office Box 6327
Tallahassee, FL 32314

FILED
99 AUG 27 AM 9:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Gentlemen:

I am enclosing Articles of Incorporation for MISS SHEREE, INC, together with Designation of Resident Agent.

My check in the sum of \$122.50 is enclosed to cover the costs of filing and a certified copy.

If you have nay questions, please call me.

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122.50 **78.75

Sincerely yours,

Christine Gala
Christine Gala

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ARTICLES OF INCORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME: The name of this corporation is MISS SHEREE, INC.

ARTICLE II - PRINCIPAL OFFICE: The mailing address of this corporation shall be Post Office Box 6189, Fort Myers Beach, Florida 33932.

ARTICLE III - PURPOSE: This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK: This corporation is authorized to issue One Thousand (1,000) shares of One Dollar (\$1.00) par value common stock which shall be designated as "common shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT: The street address of the initial registered office of this corporation is 815 Buttonwood Drive, Fort Myers Beach, Florida 33931 and the name of the initial registered agent of this corporation at that address is GEORGE GALA.

ARTICLE VI - INITIAL BOARD OF DIRECTORS: The corporation shall initially have three (3) directors to hold office until the first annual meeting of stockholders and their successors shall have been duly elected and qualified or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the By-Laws of the Corporation. The names and addresses of the initial directors are:

GEORGE GALA
7227 Hendry Creek Drive
Fort Myers, FL 33908

DENNIS HENDERSON
5790 Briarcliff Road
Fort Myers, FL 33912

JEFF SHEPARD
815 Buttonwood Drive
Ft. Myers Beach, FL 33931

ARTICLE VII - INCORPORATOR: The name and address of the incorporators signing these Articles are:

GEORGE GALA
7227 Hendry Creek Drive
Fort Myers, FL 33908

DENNIS HENDERSON
5790 Briarcliff Road
Fort Myers, FL 33912

ARTICLE VIII - PRE-EMPTIVE RIGHTS: Every shareholder, upon the sale for cash of any new stock of this corporation 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 it is offered to others.

ARTICLE IX - INDEMNIFICATION: The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

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

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on the date of signing.

DATED: Aug 20, 1999

George Gala
George Gala - Incorporator

Dennis Henderson
Dennis Henderson - Incorporator

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.

In compliance with Section 607.0501, Florida Statutes, the following is submitted:

That MISS SHEREE, INC., desiring to organize or qualify under the laws of the State of Florida, has named GEORGE GALA located at 7227 Hendry Creek Drive, Fort Myers, Florida 33908, as its agent to accept service of process within Florida.

DATED: Aug 20, 1999

Dennis Henderson
Dennis Henderson - Incorporator

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. I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATED: Aug 20, 1999

George Gala
George Gala - Resident Agent

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