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TRANSMITTAL LETTER

SECRETARY OF STATE
TALLAHASSEE FLORIDA

February 26, 2000

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Fl 32314

000003801890--9

-03/06/01--01042--003

*****70.00 *****70.00

Subject: Aripla Fish, Inc. (Proposed Corporate Name)

Enclosed please find an original and one (1) copy of the articles of incorporation for the above corporation and check in the amount of \$ 70.00 .

FROM:

Maria E Andrade
1050 93 Street Apt 2G
Miami, Florida 33154

Telephone: 305 674-2047

866-3923

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**ARTICLES OF INCORPORATION
OF
ARIPLA FISH, INC.**

01 MAR -6 AM 8:59
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the Corporation shall be:

ARIPLA FISH, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1050 93RD STREET APT 2G
MIAMI, FLORIDA 33154

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

2,000 (TWO THOUSAND SHARES COMMON STOCK)

**ARTICLE IV INITIAL REGISTERED
AGENT AND ADDRESS**

The name and address of the initial registered agent is:

MARIA E ANDRADE
1050 93RD STREET APT 2G
MIAMI, FLORIDA 33154

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

MARIA E ANDRADE
1050 93RD STREET APT 2G
MIAMI, FLORIDA 33154

The undersigned has (have) executed these Articles of Incorporation this 26TH DAY OF February, 2001.



INCORPORATOR

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

01 MAR -6 AM 8:59
SECRETARY OF STATE
TALLAHASSEE FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607,0501, FLORIDA STATUTES,
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE
OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE
REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. THE NAME OF THE CORPORATION IS:

ARIPLA FISH, INC.

2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:

MARIA E ANDRADE
1050 93RD STREET APT 2G
MIAMI, FLORIDA 33154

SIGNATURE

TITLE Maria Elaine Andrade PRESIDENT
03-2-2001

DATE February 26, 2001

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF
PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN
THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED
AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND
ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Maria Elaine Andrade
SIGNATURE

DATE 3-2-2001 February 26, 2001