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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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LAZARUS CORPORATE FILING SERVICE

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OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. AMAZING AQUARIUMS USA, CORP
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- Walk in Pick up time 2:00 Certified Copy
 Mail out Will wait Photocopy Certificate of Status

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NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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*****78.75 *****78.75

Examiner's Initials

C. BLALOCK JUL 10 2002

ARTICLES OF INCORPORATION
OF
AMAZING AQUARIUMS USA, CORP.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a Corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

Article I, Name

The name of the corporation shall be: AMAZING AQUARIUMS USA, CORP.

Article II, Principal Office

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

8343 SW 40th Street
Miami, FL 33155

Article III, Capital Stock

The number of shares of stock that this corporation is authorized to have outstanding at any time is: One hundred, (100) shares at \$1.00 par value each, having an aggregate value of \$100.00 (One hundred dollars and 00/100)-----

Article IV, Initial Registered Agent and Address

The name and address of the initial registered agent is:

Julieta Albarran Copello
9774 NW 31st Street
Miami, FL 33172

Article V, Incorporator

The name and street address of the incorporator to these Articles of Incorporation is:

Julieta Albarran Copello
9774 NW 31st Street
Miami, FL 33172

Article VI, Officers and Directors

The name(s) and street address(es) of the Board of Directors and Officers of this corporation is (are):

Julieta Albarran Copello
9774 NW 31st Street
Miami, FL 33172

President and
Director

The undersigned has executed these Articles of Incorporation this 2nd day of July 2002.



Julieta Albarran Copello -President

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provision of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida.

The name of the corporation is: AMAZING AQUARIUMS USA, CORP.

The name and address of the registered agent and office is:

Julieta Albarran Copello
9774 NW 31st Street
Miami, FL 33172

Julieta Albarran
Julieta Albarran Copello -President
July 2, 2002

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 further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325, Florida Statutes.

Julieta Albarran
Julieta Albarran Copello
July 2, 2002