

P96000009494

TRANSMITTAL LETTER

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
*****70.00 *****70.00

SUBJECT: AQUAFARMING & FISHERIES INTERNATIONAL CORPORATION
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

- \$70.00
- \$78.75
- \$122.50
- \$131.25

FROM: LEE J. KERBEL
Name (printed or typed)

17025 WEST DIXIE HIGHWAY
Address

NORTH MIAMI BEACH, FLORIDA 33160
City, State & Zip

(305) 947-5347
Daytime Telephone number

FILED
 96 JAN 29 PM 3:59
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

SAS
1/30/96

ARTICLES OF INCORPORATION

FILED
96 JAN 29 PM 3:59
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:

AQUAFARMING & FISHERIES INTERNATIONAL CORPORATION

ARTICLE II PRINCIPAL OFFICE

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

17025 WEST DIXIE HIGHWAY, NORTH MIAMI BEACH,
FLORIDA, 33160

ARTICLE III SHARES

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

5,000 (FIVE THOUSAND) SHARES OF COMMON STOCKS.
EACH SHARE TO HAVE A PAR VALUE OF 0.10 (10 CENTS.)

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

LEE JOHN KERBEL
426 POINCIANA ISLAND DRIVE , MIAMI, FLORIDA, 33160

ARTICLE V INCORPORATOR(S)


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

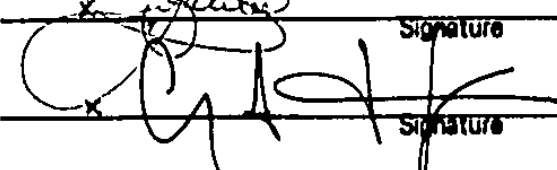
LEE JOHN KERBEL
426 POINCIANA ISLAND DRIVE, MIAMI, FLORIDA, 33160
PRESIDENT

LUIZ ANTONIO GOMES
5445 COLLINS AVENUE, APT. 729, MIAMI BEACH, 33140
VICE-PRESIDENT

The undersigned Incorporator(s) has(have) executed these Articles of Incorporation this

24 day of JANUARY, 1996.



Signature


Signature

Signature

**Articles of Incorporation
Filing Fee - \$35**

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, 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.

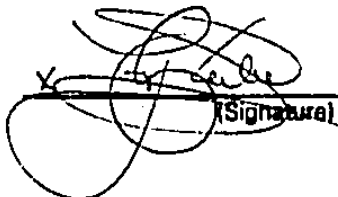
1. The name of the corporation is: AQUAFARMING & FISHERIES
INTERNATIONAL CORPORATION

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

LEE JOHN KERBEL
(Name)
426 POINCIANA ISLAND DRIVE,
(P.O. Box not acceptable)
MIAMI, FLORIDA, 33160
(City/State/Zip)

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TALLAHASSEE, FLORIDA

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.



(Signature)

