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January 13, 1995

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-02/21/95--01052--004
*****120.00 *****70.00

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee FL 32314
ATT: Filing Authorization To Transact Business &
Filing Fictitious Name Registration.

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-02/21/95--01052--004
*****120.00 *****70.00

RE: T.F. Seafood Consulting, Inc. (New York State)
d/b/a Ted Fulop Seafoods Miami.

Dear Sir or Madam:

Enclosed please find:

- 1) "APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA";
- 2) "APPLICATION FOR REGISTRATION OF FICTITIOUS NAME";
- 3) A NYS "Certificate of Existence".
(# 3178)
- 4) My attorney's draft in the sum of \$120; being comprised of \$70 for the first application indicated above and \$50. for the second. I have been advised by your department that one check for both applications is acceptable.

Thank you very much for your attention to this. If you require anything further, please advise the undersigned.

Sincerely,

Robert F. Green

Robert F. Green, Esq.

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:

1. T. F. SEAFOOD CONSULTING, INC.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. NEW YORK 3. 13-3012545
(State or country under the law of which it is incorporated) (FEL number, if applicable)

4. 5/25/79 5. PERPETUAL
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. JAN 1, 1995
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.))

7. 480 RIVERDALE AVE., "SK
YACKERS N.Y. 10705
(Current mailing address)

8. SEAFOOD BROKER
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: TED FULOP SEAFOODS MIAMI
Office Address: 2450 Hollywood Blvd, Suite 405
Hollywood, Florida, 33020
(Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 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.

JACK DEFONSO
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: Ted Fulop % T.F. Seaford Consulting, Inc

Address: 480 RIVERDALE AVE, "5K"
Yonkers, N.Y. 10705

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Ted Fulop

Address: 480 RIVERDALE AVE, "5K"
Yonkers, N.Y. 10705

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.

Ted Fulop
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14.

TED FULOP, Chairman
(Typed or printed name and capacity of person signing application)

State of New York | ss:
Department of State

I hereby certify, that the certificate of incorporation of T.F. SEAFOOD CONSULTING, INC. was filed 05/25/1979, under the name of T.F. SEAFOOD CONSULTING INC., with perpetual duration, and that I have made a diligent examination of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, I find no such certificate, order or record, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation. I further certify that I find the following:

A Certificate of Amendment of T.F. SEAFOOD CONSULTING INC., changing name to TED FULOP INTERNATIONAL CORP., was filed 08/12/1987.

A Certificate of Amendment of TED FULOP INTERNATIONAL CORP., changing name to T.F. SEAFOOD CONSULTING, INC., was filed 10/20/1987.

Certificate of change was filed 06/13/1991.

A Statement of Addresses and Directors was filed 01/07/1993.

A Statement of Addresses and Directors was filed 09/28/1993.

I further certify, that no other certificates have been filed by such corporation.

...

Witness my hand and the official seal
of the Department of State at the City
of Albany, this 03rd day of January
one thousand nine hundred and
ninety-five.

Alexander F. Trenchard

Secretary of State

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RECEIVED
JAN 13 1995
STATE DEPT.