



# CREDIT FIX USA

*Credit Restoration Specialists*

8500 S.W. 8 STREET, SUITE 204  
MIAMI, FLORIDA 33144, U.S.A.

Ph. (305) 261-8000  
Fax (305) 261-9000

December 21, 1999

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-12/27/99--01132--001  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Florida Department of State  
Secretary of State  
Division of Corporations  
409 East Gains Street  
Tallahassee, FL 32399

FILED  
99 DEC 27 PM 12:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

To Whom It May Concern:

Enclosed please finds the following documents:

1. Original Articles of Amendment for FLORIDA SEAFOOD KINGS, CORP.
2. Check #6096 on the amount of \$78.75, as appropriate fee.

If you have any question, please do not hesitate to call us at (305) 261-8000.

Truly yours,

OUR 5TH  
ANNIVERSARY

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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
*of*  
**FLORIDA SEAFOOD KINGS, CORP.**

The undersigned person, acting as incorporator of a corporation organized under the laws of Florida, hereby adopt the following Articles of Incorporation:

**ARTICLE I**  
**CORPORATE NAME**

The name of this corporation is: **FLORIDA SEAFOOD KINGS, CORP.**

**ARTICLE II**  
**SHARES**

The total number of shares which the corporation shall have authority to issue is 1000, shares of par value  
With a par value of \$ 1.00 per share.

**ARTICLE III**  
**REGISTERED OFFICE AND AGENT**

The street address of the corporation's initial registered office and the name of its initial registered agent at such addresses is:

**REINALDO RODRIGUEZ**  
**11767 S. DIXIE HWY #321**  
**MIAMI DADE COUNTY**  
**MIAMI, FLORIDA 33156**

**THE PRINCIPAL ADDRESS IS THE SAME.**

**ARTICLE IV**  
**PURPOSE**

The purpose of the corporation is to engage in any lawful activity permitted by the laws of this state.

**ARTICLE V  
DIRECTORS**

The names and residence addresses of the persons constituting the initial board of directors are:

**REINALDO RODRIGUEZ**  
11767 S. DIXIE HWY #321  
MIAMI DADE COUNTY  
MIAMI, FL 33156

**JOSE BARROCAS**  
11767 S. DIXIE HWY #321  
MIAMI DADE COUNTY  
MIAMI, FL 33156

**JORGE BEDOLLA**  
11767 S. DIXIE HWY #321  
MIAMI DADE COUNTY  
MIAMI, FL 33156

**MARIO E. GONZALEZ**  
11767 S. DIXIE HWY #321  
MIAMI DADE COUNTY  
MIAMI, FL 33156

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

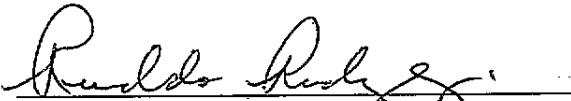
**ARTICLE VI  
LIABILITY OF DIRECTORS**

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

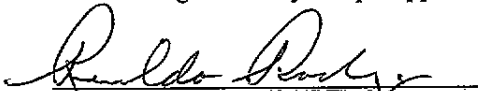
**CERTIFICATION**

I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.

  
**REINALDO RODRIGUEZ**, Incorporator  
11767 S. DIXIE HWY #321  
MIAMI, FLORIDA 33156

**ACCEPTANCE OF REGISTER AGENT**

The undersigned hereby accepts appointment as initial register agent of the above Corporation.

  
**REINALDO RODRIGUEZ**

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