

TRANSMITTAL LETTER
P00000102150

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

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-10/30/00--01119--003
*****70.00 *****70.00

SUBJECT: SEALAND GROUP, Inc.
(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
Filing Fee

\$78.75
Filing Fee
& Certificate of Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: EDUARDO DELUCCHI
Name (Printed or typed)

6983 NW 82nd Ave.
Address

MIAMI, FL 33166
City, State & Zip

305-994-7545
Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 OCT 30 AM 12:07

FILED

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

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ARTICLES OF INCORPORATION

ARTICLES OF INCORPORATION OF SEALAND GROUP, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person Competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I NAME

The name of the corporation shall be SEALAND GROUP INC.

ARTICLE II ADDRESS

The street address of the initial registered office of the corporation shall be 6983 82nd Ave – Miami, Fl 33166.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 OCT 30 AM 12:08

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ARTICLE III NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

ARTICLE IV CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having a par value of \$1.00 per share.

ARTICLE V TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VI INITIAL OFFICERS

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

Eduardo Delucchi, 6983 NW 82nd Ave. – Miami, Fl 33166
Maria Delucchi, 6983 NW 82nd Ave. – Miami, Fl 33166

ARTICLE VII SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the

directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

ARTICLE VIII REGISTERED AGENT

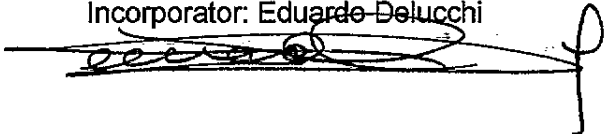
The name and Florida street address of the registered agent is: Eduardo Delucchi – 6983 NW 82nd Ave – Miami, FI 33166.

ARTICLE IX INCORPORATOR


The name and address of the incorporator is: Eduardo Delucchi – 6983 NW 82nd Ave – Miami, FI 33166.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 27 day of October, 2000

Incorporator: Eduardo Delucchi



The foregoing instrument was executed and acknowledged before me this 27th day of October 2000, by Eduardo Delucchi.



Adriana Maria Ortiz
My Commission CC633366
Expires May 5, 2003

SECRETARY OF STATE
TALAHASSEE, FLORIDA

00 OCT 30 AM 12:08

FILED