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EXPRESS CORPORATE FILING SERVICE INC.  
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MIAMI, FLORIDA 33134 (305) 444-4994  
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-12/07/00--01018--017  
\*\*\*\*128.75 \*\*\*\*\*78.75

OFFICE USE ONLY

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

1. Rey's Sea Food, Inc.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

☐ Walk in ☒ Pick up time \_\_\_\_\_

☐ Mail out ☐ Will wait ☐ Photocopy

☒ Certified Copy

☐ Certificate of Status

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 DIVISION OF CORPORATIONS  
 TALLAHASSEE, FLORIDA

| 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               |

*Please  
file Corp.  
Corp. first  
and fictitious  
Name Second*

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TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION**

**OF**

**Rey's Sea Food, Inc.**

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: **Rey's Sea Food, Inc.**

**ARTICLE II NATURE OF BUSINESS**

The general nature of the business and the objectives and the purposes to be transacted and carried on are:

1. For any lawful purpose for which a corporation may operate under the laws of the State of Florida.
2. For any lawful business that a corporation may operate under the laws of the State of Florida.
3. And, in general to carry on any other business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interest of the corporation or to enhance the value of its properties.

**ARTICLE III DURATION**

This Corporation shall have a perpetual existence commencing on the Date of Filing.

**ARTICLE IV CAPITAL STOCKS**

The maximum numbers of shares of stock that this corporation is authorized to have outstanding at any one time is five hundred (500) shares at one dollar (\$ 1.00) par value, which shall be designated "Common Shares".

#### **ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name of the initial registered agent is Ana F. Lastre, the address of the initial registered office is 2300 S.W. 62<sup>nd</sup> Court., Miami, Florida 33155

#### **ARTICLE VI INITIAL BOARD OF DIRECTORS**

This Corporation shall have two (1) Directors initially. The number of Directors may be increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The name(s) and street address of the initial Director(s) are:

Names:

Addresses:

Ana F. Lastre

President

2300 S.W. 62<sup>nd</sup> Court  
Miami, FL 33155

#### **ARTICLE VII LAWS**

The By-Laws of this Corporation may be adopted, altered, amended, or repealed by either the stockholder(s) or Director(s).

#### **ARTICLE VIII INDEMNIFICATION**

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

#### **ARTICLE IX PREEMPTIVE RIGHTS**

Every Stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE X INCORPORATOR(S)**

The name(s) and street address of the incorporator(s) to theses Articles of Incorporation is(are):

Names:

Addresses:

Ana F. Lastre

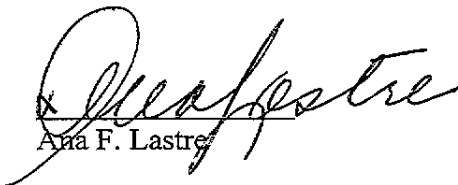
President

2300 S.W. 62<sup>nd</sup> Court  
Miami, FL 33155

**ARTICLE XI OFFICES**

The principal office of the Corporation and mailing address shall be established and maintained at 1543-45 S.W. 8<sup>th</sup> Street., Miami, Florida, County of Dade, State of Florida. The Corporation may also have offices at such places within or without the State of Florida as the board may from time to time establish.

IN WITNESS WHEREOF, the undersigned incorporator(s) has (have) executed these Articles of Incorporation this 3 day of Dec, 2000.

  
Ana F. Lastre

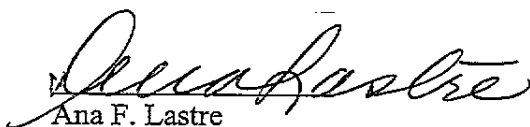
**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of sections 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.


First, Rey's Sea Food, Inc., a Corporation, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the City of Miami, County of Dade, State of Florida, has named Ana F. Lastre the street address of the initial registered office of this Corporation is 2300 S.W. 62<sup>nd</sup> Court, Miami, Florida, as its agent to accept service of process within this State.

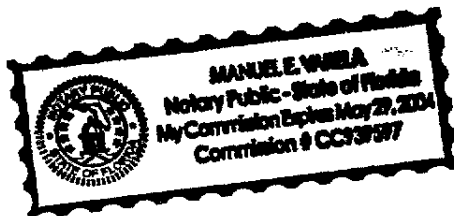
Second, Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of said Act relative to keeping open said office and of all statutes relative to the proper and complete discharge of his duties, i.e., Section 607.325 F.S.

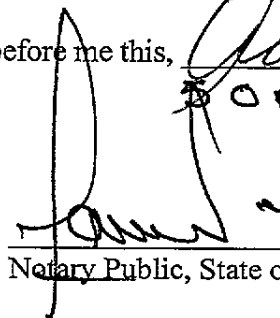
Dated this 5 day of, Dec, 2000.

  
Ana F. Lastre

SWORN TO AND SUBSCRIBED before me this,

  
5 OF DECEMBER 2000



  
Notary Public, State of Florida

My Commission Expires:

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TALLAHASSEE FLORIDA