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ARTICLES OF AMENDMEN'T TO ARTICLES OF INCORPORATION OF

Fresh Catch Seafood of Florida, Inc.

(present name)

P01000104398

(Document Number of Corporation (If known)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE VII (DIRECTORS) is hereby amended as follows:

This corporation shall i ____ / have two (2) directors.

The names and addresses of the directors of this corporation are:

Lewis Schulman 918 D Pearl Street Durham, North Carolina 27701

Kevin J. Kaplan 558 Gruman Court Rivervale, New Jersey 07675

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

N/A

THIRD:	The date of each amendment's adoption: November 8, 2001							
FOURTE	1: Adoption of Amendment(s) (CHECK ONE)							
Ū	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.							
Ţ	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):							
	"The number of votes cast for the amendment(s) was/were sufficient for approval by							
*	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.							
(The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.	d						
	Signed this 26th day of November 2001							
Signatur	eX (By the Chairman of Vice Chairman of the Board of Directors, President or other officer if adopted by							
	the shareholders)							
	OR							
	(By a director if adopted by the directors)							
	ÓR							
	(By an incorporator if adopted by the incorporators)							
	Kevin J. Kaplan							
	(Typed or printed name)							
	President/Director							
	(Tite)							