

P02000012297

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H02000028490 9)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:
Division of Corporations
Fax Number : (850)205-0381

From:
Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 FEB - 1 PM 12:04

FLORIDA PROFIT CORPORATION OR P.A.

V.I.P. FISHERIES, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

H 02000028490

ARTICLES OF INCORPORATION**OF
V.I.P. FISHERIES, INC.**

THE UNDERSIGNED, for the purposes of forming a corporation, under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation.

ARTICLE ONE

The name of the Corporation is:

V.I.P. FISHERIES, INC.

ARTICLE TWO

The duration of the Corporation is perpetual.

ARTICLE THREE

The general purposes for which the Corporation is organized are the following:

- A. To engage and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.
- B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

ARTICLE FOUR

The aggregate number of shares which the Corporation is authorized to issue is **THREE THOUSAND (3,000) SHARES** of common stock with one dollar (\$1.00) par value.

Prepared by:
Gladye Agüero, Esq.
815 Ponce de Leon Blvd., 2nd Floor
Coral Gables, FL 33134
(305) 461-5667 FAX (305) 461-4885
Fl Bar # 0846635

H 02000028490

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 FEB - 1 PM 12:04

5

ARTICLE FIVE

The street address of the initial office of the Corporation is:

5842 N.W. 113 Place
Miami, Florida 33178

The name of the initial Registered Agent is:

Claudio M. Aliaga

The address of the Registered Agent is:

5842 N.W. 113 Place
Miami, Florida 33178

ARTICLE SIX

The number of Directors constituting the initial Board of Directors is four (4). The number of Directors may be increased or decreased from time to time in accordance with the By-Laws, but shall never be less than two (2). The name and address of each initial Director/Officer of the Corporation are as follows:

Claudio M. Aliaga
President (30 % share holder)
5842 N.W. 113 Place
Miami, Florida 33178

Eduardo Diaz
Vice President (30% share holder)
7221 Miami Lakes Way South
Miami Lakcs, Florida 33014

Ernesto Lingen
Secretary (30% share holder)
5842 N.W. 113 Place
Miami, Florida 33178

Olga Mesa
Treasurer (10% share holder)
4961 N.W. 190 Street
Miami, Florida 33055

ARTICLE SEVEN

The name and address of the incorporator is as follows:

Claudio M. Aliaga
5842 N.W. 113 Place
Miami, Florida 33178

ARTICLE EIGHT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

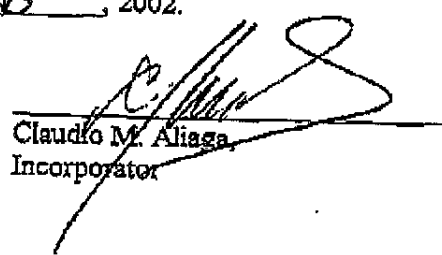
ARTICLE NINE

The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law.

ARTICLE TEN

The power to adopt, alter, amend and repeal the By-Laws shall be vested in the Board of Directors, but all alterations, amendments, and repeals must be approved by a majority of the Shareholders.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 1 day of Feb, 2002.



Claudio M. Aliaga
Incorporator

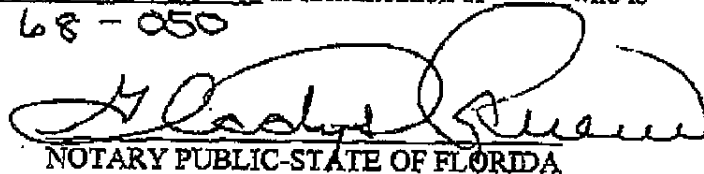
H 02000028490

STATE OF FLORIDA)
)s
COUNTY OF MIAMI DADE)

The foregoing instrument was sworn to and acknowledged before me this 1 day of Feb, 2002, by Claudio M. Aliaga, who personally appeared before me at the time of notarization, and produced FL A420-113- as identification or 68-050 who is personally known to me.

My Commission Expires:

GLADYS AGUERO
Notary Public, State of Florida
My comm. exp. May 28, 2004
Comm. No. CG937881


NOTARY PUBLIC-STATE OF FLORIDA

ACCEPTANCE BY DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in the foregoing articles of incorporation, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATED this 1 day of February, 2002.


Claudio M. Aliaga
Registered Agent

02 FEB - 1 PM 12:05
SECRETARY OF STATE
DIVISION OF CORPORATIONS
F.L.L.U.

H 02000028490