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02 JUL -3 PM 1:39 02 JUL -3 AM 11:18  
RECEIVED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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

1. ORLANDO PREMIUM SEAFOOD, INC  
(Corporation Name) (Document #)

2. (Corporation Name) (Document #)

3. (Corporation Name) (Document #)

4. (Corporation Name) (Document #)

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- Mail out  Will wait  Photocopy  Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
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<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

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JUL 03 2002

Examiner's Initials

# ARTICLES OF INCORPORATION

## OF

The undersigned subscriber of 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: ORLANDO PREMIUM SEAFOOD, INC  
11640 BOGGY CREEK RD., ORLANDO, FL 32824

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### ARTICLE II

#### PURPOSES

The purpose for which the Corporation is formed and the business and objects to be carried on and promoted by it are as follows:

- a) To transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.
- b) To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

### ARTICLE III

#### CAPITAL STOCK

The maximum number of shares that this corporation is to have outstanding at any one time is Three hundreds (300) shares common stock, having a nominal or par Value of One Dollar (\$1.00) per share. The consideration to be paid for each share shall be fixed by the board of directors, but in no event shall be less than \$1.00.

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## ARTICLE IV

### TERM

This corporation shall commence on the date of the filing of these Articles of Incorporation and shall have perpetual existence.

## ARTICLE V

### REGISTERED AGENT AND REGISTERED OFFICE

The Registered Agent of this corporation shall be Jorge C Perez, and the Registered Office shall be located at: 11640 Boggy Creek Rd., Orlando, Fl 32824

Or at such other place as the Board of Directors shall from time to time direct, with appropriate notice being given to the Secretary of State in accordance with Law.  
The aforementioned location also constitutes the principal office.

## ARTICLE VI

### DIRECTORS

This corporation shall have not less than one or more than three directors, as set forth in the By-laws. The name and street address of the first board of directors of this corporation who, subject to this Articles of Incorporation, By-laws of this corporation, and the laws of the State of Florida, shall hold office until his successors have been elected and qualified, is:

NAME	STREET ADDRESS
Luis Moreno ---	11640 Boggy Creek Rd., Orlando, Fl 32824
Clara Moreno ---	11640 Boggy Creek Rd., Orlando, Fl 32824
Jorge C Perez ---	11640 Boggy Creek Rd., Orlando, Fl 32824

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## **ARTICLE VII**

### **INCORPORATORS**

The Incorporators will be:

Luis Moreno----11640 Boggy Creek Rd., Orlando, Fl 32824

Clara Moreno---11640 Boggy Creek Rd., Orlando, Fl 32824

Jorge C Perez---11640 Boggy Creek Rd., Orlando, Fl 32824

## **ARTICLE VIII**

### **INDEMNIFICATION OF OFFICERS AND DIRECTORS**

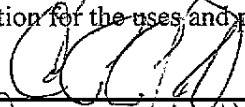
Every officer and every director of the corporation shall be indemnified by the corporation, as permitted by law, against all expenses and liability, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding to which he may be a party or which he may become involved by reason of his being or having been an officer or director of the corporation, whether or not he is an officer or director at the time such expenses are incurred, The foregoing rights of indemnification shall be in addition to and not exclusive of all others rights to which such officer or directors may be entitled.

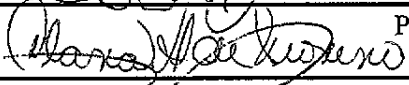
## **ARTICLE IX**

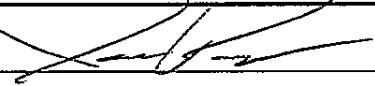
### **TELEPHONE MEETING AUTHORIZATION**

Member of the board of directors or any executive committee designed by the boar of directors in accordance with the law shall be deemed present at any meeting of the board of directors or executive committee, as the case may be, if a conference telephone or similar communications equipment by means of which all persons participating in the meeting can heard or be heard by all other persons, is used.

IN WITNESS WHEREOF, the parties named below have hereby executive these Articles of Incorporation for the uses and purposes herein stated.

ⓧ   
 \_\_\_\_\_  
 President

ⓧ   
 \_\_\_\_\_  
 Secretary

ⓧ   
 \_\_\_\_\_  
 Treasurer

STATE OF FLORIDA )  
 )  
 COUNTY OF DADE )

I HEREBY CERTIFY that on this day, before me, Notary Public duly authorized in the State and County name above to take acknowledgment, personally appeared:

\_\_\_\_\_

to me know to be the person(s) describe as subscriber(s) to the foregoing Articles of Incorporation, in and who executed the same, and acknowledged before me that they executed the same freely and voluntarily, for the uses and purposes therein expressed.

WITNESS my hand and official seal at Dade County, Florida, this \_\_\_\_\_ day of \_\_\_\_\_, 199 .

\_\_\_\_\_  
 Notary Public of the STATE OF  
 FLORIDA AT LARGE

My commission expires:

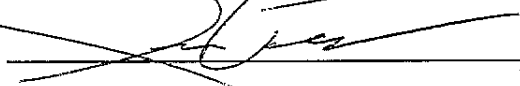
CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

PERSUANT TO THE PROVISION OF SECTION 6070501 OR 6170501 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.

1. The name of the Corporation is: Orlando Premium Seafood, Corp

The name and address of the registered agent and office is:  
Jorge C Perez  
11640 Boggy Creek Rd., Orlando, Fl 32824

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate I 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.

  
\_\_\_\_\_

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

DIVISION OF CORPORATIONS , P O BOX 6327, TALLAHASSEE, FL.