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LAZARUS CORPORATE FILING SERVICE

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TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JUL 29 PM 1:09

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

1. TROPICAL OCEAN, INC.

(Corporation Name)

(Document #)

100006724271--8

2. _____

(Corporation Name)

(Document #)

07/29/02 01051--023

*****78.75 *****78.75

3. _____

(Corporation Name)

(Document #)

4. _____

(Corporation Name)

(Document #)

☒ Walk in

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☒ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

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

RECEIVED
02 JUL 29 AM 10:55
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS
SECRETARY OF STATE

Examiner's Initials



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 29, 2002

LAZARUS CORPORATE FILING SERVICE

SUBJECT: TROPICAL OCEAN, INC.
Ref. Number: W02000021787

We have received your document for TROPICAL OCEAN, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6995.

Wanda Cunningham
Document Specialist
New Filing Section

Letter Number: 502A00045729

RECEIVED
02 JUL 31 PM 3:10
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF
TROPICAL OCEAN, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JUL 29 PM 1:09

ARTICLE I --- NAME

The name of this corporation is **TROPICAL OCEAN, INC.**

ARTICLE II- EXISTENCE

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE – III- PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE IV – CAPITAL STOCK

This corporation is authorized to issue 500 shares of TEN Dollars (\$10.00) par value common stock that shall be designated as “Common Shares”. The total initial capital is \$ 5,000.00.

ARTICLE V – PRE-EMPTIVE RIGHTS

Every Shareholder, upon the offer for sale for cash of any stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others, or the price that may be set by the Board of Directors, which ever is lowest.

ARTICLE VI – INITIAL ~~PRINCIPAL~~ OFFICE AND AGENT

The street address of the initial ~~principal~~ office of this Corporation is 3325 E. ATLANTIC BLVD. POMPANO BEACH, FLORIDA, 33062. The name of the initial registered agent of this corporation is SONIA FAJARDO, at the same address.

ARTICLE VII – INITIAL BOARD OF DIRECTORS

This corporation shall have at least three Directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the rules set in the bylaws; however, there shall never be less than two Directors or more than five. The name and address of initial Board of Directors of the Corporation is:

SONIA FAJARDO
PRESIDENT

The address of the foregoing is as follows:
3325 E. ATLANTIC BLVD. POMPANO BEACH, FLORIDA, 33062.

DIANA GONZALEZ
VICE-PRESIDENT

The address of the foregoing is as follows:
3325 E. ATLANTIC BLVD. POMPANO BEACH, FLORIDA, 33062.

LUIS E. RAMIREZ
SECRETARY

The address of the foregoing is as follows:
3325 E. ATLANTIC BLVD. POMPANO BEACH, FLORIDA, 33062.

ARTICLE VIII – INCORPORATION

The names and addresses of the Incorporators signing these articles are the same as those mentioned in the preceding article. The Incorporator takes all of the shares of the corporation; as follows: Luis E. Ramirez takes 500 SHARES or 100% of the total shares of the Corporation.

ARTICLE IX – INDEMNIFICATION

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

ARTICLE X – AMENDMENTS

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, by a MAJORITY of Votes of all Shareholders.

ARTICLE XI – CORPORATE BUY-OUT

Dissenting shareholders have the right to sell their shares back to the corporation at a fair price, and the corporation has the obligation to purchase such shares. The obligation of the corporation will only cease if the purchase would render the corporation insolvent or so substantially reduce its assets as to make its operation impossible.

ARTICLE XII

Any dispute among shareholders will be resolved by arbitration in accordance with the rules of the American Arbitration Association by an arbitrator that will be chosen by the non-disputing shareholders. If they cannot appoint one within one week of the request the arbitrator will be the Corporation's Legal Counselor. The decision of the arbitrator will be final.

IN WITNESS WHEREOF, the undersigned Incorporator have executed these Articles of Incorporation on the 19th day of March of 2001.


LUIS E. RAMIREZ

STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above Personally appeared LUIS E. RAMIREZ;

known by me to be the person who executed the foregoing Articles of the Incorporation, and she acknowledged before me that she executed these Articles of Incorporation.

In witness whereof, I have set my hand and seal in the State and County above, this 25th day of July of 2002.



Notary Public



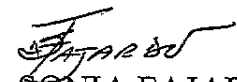
Luisita Montalban
Commission # DD 029534
Expires July 9, 2005
Bonded Thru
Atlantic Bonding Co., Inc.

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That Tropical Ocean Inc., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, has named SONIA FAJARDO at 3325 E. ATLANTIC BLVD. POMPANO BEACH, FLORIDA, 33062, as its agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above mentioned corporation, at the place designated in this certificate, the undersigned agrees to comply with the provisions of the Florida laws relative to keeping the designated office open.


SONIA FAJARDO
Registered Agent

State of Florida
County of Miami-Dade

Before me, a Notary Public, personally appeared SONIA FAJARDO, who is a person known to me and who executed the foregoing acknowledgment before me and accepts to be the Registered Agent for the Corporation.


NOTARY PUBLIC
State of Florida at Large



Luisita Montalban
Commission # DD 029534
Expires July 9, 2005
Bonded Thru
Atlantic Bonding Co., Inc.

My Commission Expires:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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