

P02000089293

SAMUEL J. NUCCIO

ATTORNEY AT LAW

M.M. 30, U.S. 1

P.O. BOX 535

BIG PINE KEY, FL 33043

(305) 872-2990

FAX 872 2505

TO

Fla. Dept. of State
Tallahassee, Fl.

SUBJECT

New Fl. Incorporation
- Octopus Garden in the
Sea, Inc.

MESSAGE

DATE

Dear Sir/Madame,

Enclosed are the Articles of Incorporation in
duplicate and a check for \$78.75 costs. Please file
the articles and return proof of same. Call if
you have any questions.

Thank you,

SIGNED

Samuel J. Nuccio

DATE

REPLY

300007135263--4

-08/15/02--01035--014

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

SIGNED

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 AUG 15 PM 4:16

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 AUG 15 PM 4: 16

ARTICLES OF INCORPORATION
OF
Octopuses Garden in the Sea, Inc.
ARTICLES I - NAME

The name of the corporation shall be Octopuses Garden in the Sea, Inc.

ARTICLE II - DURATION

This corporation shall have perpetual existence and shall commence upon filing hereof.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of operating a Garden Nursery and for all other purposes as allowed under County, State and Federal laws.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares at \$1 par value of common stock.

ARTICLE V - INITIAL CAPITAL

The amount of the capital with which this corporation shall begin business is \$500

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The corporations principal and Registered Agent address are the same.

The street address of the initial registered office of this corporation is 29362 Independence Ave, Big Pine Key, Fl 33043. The registered agent will be Frank D' Isa.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two Directors initially. The number of Directors may be increased or decreased from time to time by the by-laws. The names and addresses of the initial Directors are Frank D' Isa of 29362 Independence Ave, Big Pine Key, fl 33043 and Eric Pedersen of PO Box 522643, Marathon Shores, fl 33052

ARTICLE VIII - INCORPORATORS

The names and addresses of the Incorporators are Frank D' Isa of 29362 Independence Ave., Big Pine Key, Fl 33043 and Eric Pedersen of PO Box 522643, Marathon Shores, Fl 33052.

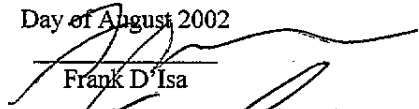
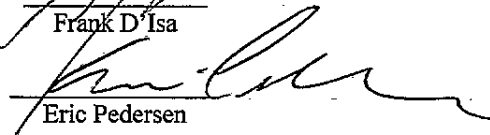
ARTICLE IX - OFFICERS

The name and address of the initial officer of this corporation is Frank D' Isa, President & Secretary,
Treasurer, 29362 Independence Ave., Big Pine Key, Fl 33043

ARTICLE X - SUBCHAPTER S

This corporation shall be a Subchapter S, "Small Business Corporation," as that term is described by
Section 1371 of the Internal Revenue Code and said corporation shall have no more than 35 shareholders,
not have a shareholder who is not an individual, nor have a shareholder who is a non-resident alien, nor
shall there be more than one (1) class of stock.

In WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this
Day of August 2002


Frank D' Isa

Eric Pedersen

BEFORE me, a Notary Public, authorized to take acknowledgements in the State and County aforesaid,
Personally appeared Frank D'Isa and Eric Pedersen known to me to be the persons who
executed the foregoing Articles of Incorporation and he acknowledged before me that he
executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal this 12th day
of August 2002


Notary Public



Howard L. Merkel
Commission #021591
Expires June 3, 2005
Bonded Thru
Atlantic Bonding Co., Inc.

In pursuance of Chapter 48,091, Florida Statutes, the following is submitted in compliance with said Act:

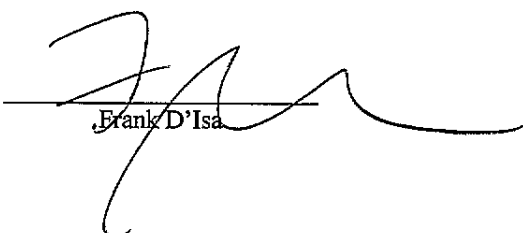
First, that Octopus Garden in the Sea, Inc. desiring to organize under the laws of the State of Florida, with

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 AUG 15 PM 4: 16

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.


Frank D'Isa