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FLORIDA PROFIT CORPORATION OR P.A.

argus ocean products, inc.

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(7)

ARTICLES OF INCORPORATION
OF
ARGUS OCEAN PRODUCTS, INC.

I, the undersigned, do hereby make, subscribe, acknowledge and file these Articles of Incorporation with the Secretary of State of the State of Florida for the purpose of becoming a corporation for profit under the laws of the State of Florida.

ARTICLE I

The name of the Corporation shall be ARGUS OCEAN PRODUCTS, INC.

ARTICLE II

This corporation is to have perpetual existence, unless dissolved sooner according to the laws of the State of Florida.

ARTICLE III

The general nature of the business and the objects and purposes proposed to be transacted and carried on by this Corporation shall be as follows:

A. To own, operate, run and manage the business of procuring fresh fish, oysters, and other products of the sea, and obtain fresh fish, oyster and other products of the sea, either by direct ownership and operation of fishing boats, barges or oyster dredges,

RAOUL GARCIA-VIDAL, ESQ.
GABLES INTERNATIONAL PLAZA
PENTHOUSE 2-C
2655 LE JEUNE ROAD
CORAL GABLES, FLORIDA 33134
TELEPHONE: (305) 444-8382
FLORIDA BAR NO.: 209589

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or by purchase on the open market and to process and preserve fresh fish, oysters and other products of the sea or any parts thereof by any and all means and methods used in the fishing industry, whether such methods or means shall be by quick freezing, canning, packing, or any other preservative method or means, and to do such other things as are incidental to the business of fishing and the procuring and preserving thereof.

B. To do everything necessary and proper in accomplishing the purposes herein set forth and to do anything incidental thereto which is not forbidden under the laws of the State of Florida.

ARTICLE IV

The maximum number of shares of stock which this Corporation is authorized to have outstanding at any time shall be SEVEN THOUSAND FIVE HUNDRED (7,500) having a par value of ONE AND NO/00 (\$1.00) DOLLAR per share, all of which shall be common stock. Each of the shares of such stock shall entitle the holder thereof to one (1) vote at any meeting of the Stockholders. All or any part of such stock may be paid for in cash, in property, in labor, or in services, whether the services rendered prior to or after the issuance of the stock, at a fair valuation to be fixed by the Board of Directors of this Corporation, or as fixed by the Stockholders of this Corporation in the event that the Corporation may be merged by the Stockholders.

ARTICLE V

The amount of the capital with which the Corporation shall begin business is not less than FIVE HUNDRED AND NO/00 (\$500.00) DOLLARS.

ARTICLE VI

The initial business office of this Corporation shall be located at 3195 N.W. 20 Street, Miami, Florida 33142, but the Corporation shall have the power to establish such other places of business at such other locations within or without the State of Florida as may be determined or deemed expedient.

The initial Registered Agent of the Corporation shall be RAOUL GARCIA-VIDAL, ESQ., who is located at the street address of 2655 Le Jeune Road, Penthouse 2-C, Coral Gables, Florida 33134.

ARTICLE VII

There shall be a Board of Directors of this Corporation which shall consist of not less than one (1) and not more than five (5) Directors. The number of Directors may be increased or decreased from time to time by the Board of Directors, or by the Corporate By-Laws, and each of the Directors shall be of full age.

A quorum for the transaction of business shall be a majority of the Directors qualified and active, and the act of the majority of the Directors shall be the act of the Corporation. Subject to the By-Laws, if any, adopted by the Stockholders, the Directors may make the By-Laws. Meetings of the Directors may be held within or without the State of Florida, and Directors need not be

Stockholders. The Board of Directors may, by Resolution, designate one (1) or more of their number to constitute an executive committee which, to the extent provided in such Resolution or in the By-Laws of the Corporation, shall have and may exercise the powers of the Board of Directors.

ARTICLE VIII

The name and street address of the members of the First Board of Directors who, subject to these Articles of Incorporation, the By-Laws of this Corporation, and the laws of the State of Florida, shall hold office for the first year of this Corporation's existence, or until an election is held by the stockholders for the election of permanent Directors, or until their successors have been duly elected and qualified are:

<u>NAME</u>	<u>ADDRESS</u>
Jorge J. Pujol	3195 N.W. 20 Street Miami, Florida 33142

ARTICLE IX

The name and street address of the incorporator and subscriber to these Articles of Incorporation of this Corporation is:

<u>NAME</u>	<u>ADDRESS</u>
KATHERINE AZCUE	10301 S.W. 17 Street Miami, Florida 33165

ARTICLE X


This Corporation reserves the right to amend, alter, change or appeal any provisions contained in these Articles of Incorporation in the manner now or hereinafter described by Statute.

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CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCEEDS WITHIN
THIS STATE, NAMING RESIDENT AGENT UPON
WHOM PROCESS MAY BE SERVED

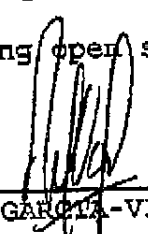
PURSUANT TO Chapter 48.091 of the Florida Statutes, the following is submitted in compliance with said act:

THAT ARGUS OCEAN PRODUCTS, INC., desiring to organize under the laws of the State of Florida, with its principal place of business located at 3195 N.W. 20 Street, Miami, Florida 33142, has named RAOUL GARCIA-VIDAL, located at 2655 Le Jeune Road, Penthouse 2-C, Coral Gables, Florida 33134, as its registered Agent to accept process within the State of Florida.

BY: 
RAOUL GARCIA-VIDAL, Registered Agent

ACKNOWLEDGMENT

HAVING BEEN MADE TO ACCEPT Service of Process for the above named Corporation, at the place designated in this Certificate I hereby accept to act in this capacity and agree to comply with the provisions of said act in regard to keeping open said office

BY: 
RAOUL GARCIA-VIDAL

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