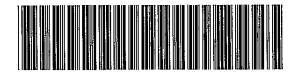
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CAPT. DAVE'S	FRESHEST	SEAFOODS INC.
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ARTICLES OF INCORPORATION FOR CAPT. DAVE'S FRESHEST SEAFOODS INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

CAPT. DAVE'S FRESHEST SEAFOODS INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

7337 N.W 37TH AVE MIAMI, FL 33147

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

ANY AND ALL LAWFUL BUSINESS

2003 AUG - 7 PM 1: 05

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have shall be:

ARTICLE IV REGISTERED AGENT

The name and Florida street address of the initial registered agent shall be:

DORA TRINCADO 7337 N.W 37TH AVE MIAMI, FL 33147

ARTICLE V INCORPORATOR

The name and address of the incorporator(s) to these Articles of Incorporation shall be:

CHARLES WATSON DAVID KAPLAN 7337 N.W 37TH AVE

MAMI, FL 33147

Signature of Incorporator

ARTICLE VI DIRECTOR(S)/OFFICER(S)

The name(s) and address(es) of the Director(s)/Officer(s) shall be:

CHARLES WATSON (VP) DAVID KAPLAN (P) 7337 N.W 37TH AVE MIAMI, FL 33147

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

Signature

Date