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CAPITAL CONNECTION, INC.

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Iron Horse Seafood, Inc

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ARTICLES OF INCORPORATION

OF

IRON HORSE SEAFOOD, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I

NAME AND BUSINESS ADDRESS OF CORPORATION

The name and business address of the corporation is:

IRON HORSE SEAFOOD, INC.
2908 STATE AVENUE
PANAMA CITY, FLORIDA 32405

ARTICLE II

CORPORATE NATURE

To operate a commercial fishing business and to do all things incident to any type of commercial fishing business and to conduct and engage in any activities or business permitted under the laws of the United States and Florida.

ARTICLE III

COMMENCEMENT AND DURATION

The Corporation shall endure perpetually, commencing upon the filing of the Articles with the Secretary of State.

ARTICLE IV

CAPITAL/STOCK

This corporation is authorized to issue One Thousand (1,000) shares of common stock at One (\$1.00) Dollar par value for each of said common stock shares.

ARTICLE V

BOARD OF DIRECTORS

The Corporation's Board of Directors shall consist of two (2) Directors. The number can be either increased or decreased

from time to time by amendment of the By-Laws, but shall never be less than one (1). The names and addresses of the initial Board of Directors is:

WILLARD J. MALLOY, JR.
2908 STATE AVENUE
PANAMA CITY, FLORIDA 32405

GREGG WILLIAM DAVIS
2919 AIRPORT ROAD
PANAMA CITY, FLORIDA 32405

ARTICLE VI

NON-RESIDENT DIRECTORS

Directors need not be residents of this state or shareholders unless Articles of Incorporation or By-Laws so require.

ARTICLES VII

MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in special, regular or annual meetings of the Board of Directors by means of conference telephone or similar communications equipment as provided by law.

ARTICLES VIII

INDEMNIFICATION

The corporation may be empowered to indemnify any officer or director, or any former officer or director in manner set out and provided for pursuant to the provisions of Section 607.014 of the Florida Statutes, as amended.

ARTICLE IX

REGISTERED AGENT

The Registered Agent of the Corporation and his address shall be:

WILLARD J. MALLOY, JR.
2908 STATE AVENUE
PANAMA CITY, FLORIDA 32405

ARTICLES X

AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this 29th day of April, 2005.



WILLARD J. MALLOY, JR., Incorporator
2908 State Avenue
Panama City, Florida 32405

STATE OF FLORIDA
COUNTY OF WASHINGTON

The foregoing Articles of Incorporation were acknowledged before me this 29th day of April, 2005, by WILLARD J. MALLOY, JR., who produced a driver's license as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 29th day of April, 2005.

(SEAL)



Notary Public

My Commission Expires:
My Commission Number:



Mary Stewart
Commission # DD290091
Expires April 30, 2008
Bonded Troy Feltz - Insurance, Inc. 800-385-7019

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325 Florida Statutes.

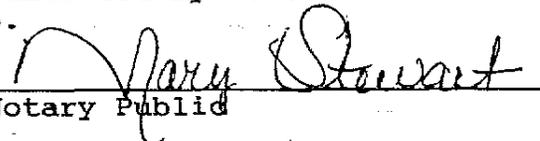

WILLARD J. MALLOY, JR.
Registered Agent
2908 State Avenue
Panama City, Florida 32405

STATE OF FLORIDA
COUNTY OF WASHINGTON

The foregoing Acceptance of Registered Agent was acknowledged before me this 19th day of April, 2005, by WILLARD J. MALLOY, JR., who produced a drivers license as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 19th day of April, 2005.

(SEAL)
My Commission Expires:
My Commission Number:


Notary Public



Mary Stewart
Commission # DD290091
Expires April 30, 2008
Bonded Troy Fain - Insurance, Inc. 800-385-7019

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