

**Electronic Articles of Incorporation
For**

P05000107701
FILED
August 03, 2005
Sec. Of State
thampton

CARIBBEAN REEF AQUARIUMS, INC,

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

CARIBBEAN REEF AQUARIUMS, INC,

Article II

The principal place of business address:

5677 PACIFIC BLVD.
#2416
BOCA RATON, FL. US 33433

The mailing address of the corporation is:

5677 PACIFIC BLVD.
#2416
BOCA RATON, FL. US 33433

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

100

Article V

The name and Florida street address of the registered agent is:

TODD C O'CONNOR
5677 PACIFIC BLVD.
#2416
BOCA RATON, FL. 33433

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: TODD C. O'CONNOR

Article VI

The name and address of the incorporator is:

TODD C. O'CONNOR
5677 PACIFIC BLVD.
#2416
BOCA RATON, FL 33433

Incorporator Signature: TODD C. O'CONNOR

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
TODD C O'CONNOR
5677 PACIFIC BLVD. #2416
BOCA RATON, FL. 33433 US

Article VIII

The effective date for this corporation shall be:

08/02/2005