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FLORIDA PROFIT CORPORATION OR P.A.

coral reef farm aquarium, inc.

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CORAL REEF FARM AQUARIUM, INC.

The undersigned Incorporators hereby form a corporation under Chapter 621 of the laws of the State of Florida.

ARTICLE L NAME

The name of the corporation shall be:

CORAL REEF FARM AQUARIUM, INC.

The address of the principal office of the corporation shall be 3518 N. Powerline Road, Pompano Beach, Florida 33065, and the mailing address shall be the same.

ARTICLE IL NATURE OF BUSINESS

This corporation may engage in every aspect of the business of the sale and service of domestic fish and related activities. The corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of the stock of this corporation that it is authorized to have outstanding at any time is 1,000 shares of common stock having no par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 3518 N. Powerline Road, Pompano Beach, Florida 33065 and the name of the initial registered agent of the corporation at that address is Hobert L. Faulkner.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.



ARTICLE VL SPECIAL PROVISIONS

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue Code, 26 U.S.C. 1361 ct. seq., and shall take all actions necessary to obtain and maintain its status as an S Corporation as defined therein.

ARTICLE VIL OFFICERS AND DIRECTORS

This corporation shall have two officers and directors, initially. The names and street addresses of the initial officers and directors who shall hold office for the first year of the corporation, or until her successors are elected or appointed are:

Jeffrey Bieber Pres./Sec./Dir.

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2217 SW 15th Street #237 Deerfield Beach, Florida 33065

Hobert L. Faulkner VP/Treas./Dir.

3518 N. Powerline Road Pompano Beach, Florida 33065

ARTICLE VIIL INCORPORATORS

The names and street addresses of the incorporators to these Articles of Incorporation are:

Jeffrey Bieber

2217 SW 15th Street #237 Deerfield Beach, Florida 33065

Hobert L. Faulkner

3518 N. Powerline Road Pompano Beach, Florida 33065

IN WITNESS WHEREOF, the undersigned incorporators have set their hands and seals this day of July, 2005.

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ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN

ARTICLES OF INCORPORATION

Hobert L. Faulkner, having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Hobert L Feulknar

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FILED 05 AUG 10 AH 9:48 SECRETARY OF STATE FALLAHASSEE, FLORIDA

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