

Florida Department of State

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To:

Division of Corporations

Fax Number : (850) 205-0381

From:

Account Name : FAS-T CORP. AGENTS, INC.

Account Number : 071001002335 Phone : (305)599-0839 Fax Number : (305)716-0346

FLORIDA PROFIT/NON PROFIT CORPORATION

DEEP REEF AQUARIUM, INC.

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ARTICLES OF INCORPORATION OF

TALLAHASSEE, FLORIDA

DEEP REEF AQUARIUM, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

DREP REEF AQUARIUM, INC.

The principal place of business of this corporation shall be: 5688 WEST FLAGLER STREET MIAMI FL. 33134

ARTICLE II NATURE OF BUSINESS

This 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 aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is:

ONE THOUSAND SHARES OF COMMON STOCK @ \$1.00 PAR VALUE

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is (are) elected, is (are):

JOEL RODRIGUEZ PRESIDENT 295 NW 125th AVENUE MIAMI, FL. 33182 GISELYS RODRIGUEZ SECRETARY 295 NW 125th AVENUE MIAMI FL. 33182 PREPARED BY: JOEL RODRIGUEZ 295 NW 425 AVENUE MIAMI, FL. 33182

ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

JOEL RODRIGUEZ PRESIDENT 295 NW 125th AVENUE MIAMI, FL. 33182 GISELYS RODRIGUEZ SECRETARY 295 NW 125th AVENUE MIAMI, FL 33182

IN WITNESS WHEREOF, the undersigned incorporator(s) has (have) executed these Articles of Incorporation this

Signature(s) of Incorporator (s)

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SECTION OF STATE TALLAHASSEE. FLORIDA

CERTIFICATE OF DESIGNATION REGISTERED AGENT/ REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation:

DEEP REEF AQUARIUM, INC.

2. The name and address of the registered agent and office is:

JOEL RODRIGUEZ 295 NW 125th AVENUE MIAMI, FL. 33182

Signature

Title PREGISENT Date 03-15-06

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

Signature

Date 03-11-06