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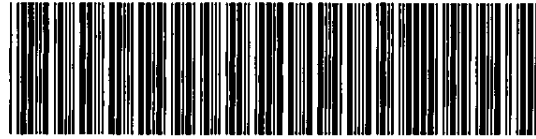
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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MORGAN, HIRES & BOYNTON, LLC.
ATTORNEYS AT LAW

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ERIC V. HIRES
GARY BOYNTON

PAUL N. WHITE-DAVIS

Federal Tax ID No. 05-0615465

February 21, 2007

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Framed Ocean, Inc.

Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Incorporation and Certificate of Registered Agent. A check for \$70.00 for filing fees is also enclosed.

Sincerely,


Eric V. Hires

EVH/jlw
054138

**ARTICLES OF INCORPORATION OF
FRAMED OCEAN, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The under signed, for the purpose of forming a corporation under the laws of the State of Florida, hereby adopt the following Articles of Incorporation.

ARTICLE I: NAME

The name of this corporation shall be Framed Ocean, Inc.

ARTICLE II: DURATION OF BUSINESS

The term of existence shall begin February 21, 2007, and shall be perpetual.

ARTICLE III: NATURE OF BUSINESS

The general nature of the business to be transacted by the corporation shall be and is to engage in the manufacture, installation and service of fresh and salt water aquariums.

ARTICLE IV: CAPITAL STOCK

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be one thousand (1,000) shares of common stock. Such shares shall be single class, and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE V: ADDRESS

The principal office of this corporation shall be located in Apopka, County of Orange, State of Florida, and the post office address of said principal office of the corporation shall be 2223 Wekiva Reserve Blvd., Apopka, FL 32703.

ARTICLE VI: REGISTERED AGENT

The name of the Registered Agent of is Brian Singh. The street address of the Registered Office is 2223 Wekiva Reserve Blvd., Apopka, FL 32703.

ARTICLE VII: DIRECTORS

This corporation shall have (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and post office addresses of the members of the first Board of Directors shall hold office for the first year of the corporation's existence or until their successor are elected and have qualified are as follows:

| <u>NAME</u> | <u>ADDRESS</u> |
|--------------------|---|
| Brian Singh | 2223 Wekiva Reserve Blvd., Apopka, FL 32703 |

ARTICLE VIII: OFFICERS

The Officers of the corporation shall be President, Secretary and Treasurer, and shall be chosen by the Board of Directors. The Board of Directors may also, from time to time, provide for and elect all other officers or committees which may seem expedient to the Board.

ARTICLE IX: INCORPORATORS

The names and street addresses of the Incorporators of this corporation are as follows:

| <u>NAME</u> | <u>ADDRESS</u> |
|--------------------|--|
| Eric V. Hires | 1099 West Morse Boulevard Winter Park, FL 32789 |

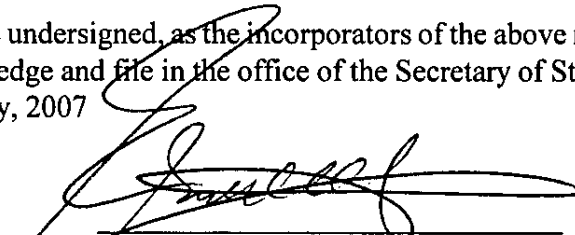
ARTICLE X: SEAL

The seal of the corporation shall be circular with the name Framed Ocean, Inc. around the border and "Florida Seal, 2007" in the center.

ARTICLE XI: AMENDMENT

This corporation reserves the right to amend, alter, change or repeal any provision contained herein in the manner now or hereafter prescribed by law, and all rights conferred on stockholders herein are granted subject to reservation.

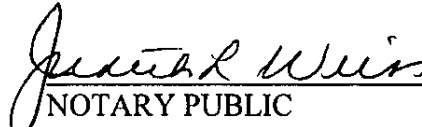
IN WITNESS WHEREOF, the undersigned, as the incorporators of the above named corporation, does hereby subscribe, acknowledge and file in the office of the Secretary of State for the State of Florida this 21 day of February, 2007



Eric V. Hires

**STATE OF FLORIDA
COUNTY OF ORANGE**

BEFORE ME, personally appeared Eric V. Hires, who is personally known by me and who executed the foregoing Articles of Incorporation for Framed Ocean, Inc., and who acknowledged to and before me that he executed said instrument for the purpose therein expressed.

WITNESS my hand and official seal, this the 21 day of February, 2007, in the aforesaid county and state.


NOTARY PUBLIC
My commission expires:

 Judith L. Weiss
My Commission DD244919
Expires December 08 2007

**CERTIFICATE AND ACKNOWLEDGMENT
OF REGISTERED AGENT**

CERTIFICATE OF REGISTERED AGENT

OF

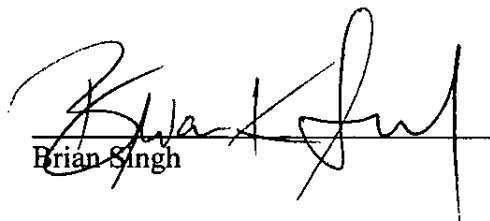
FRAMED OCEAN, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted: The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at 2223 Wekiva Reserv Blvd., Apopka, FL, has named Brian Singh, located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.


Brian Singh