Electronic Articles of Incorporation For

P10000078799 FILED September 27, 2010 Sec. Of State

AQUARIUM RETAIL HOLDINGS II 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:

AQUARIUM RETAIL HOLDINGS II INC

Article II

The principal place of business address: 6820 N UNIVERSITY DRIVE TAMARAC, FL. 33321

The mailing address of the corporation is:

6820 N UNIVERSITY DRIVE TAMARAC, FL. 33321

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:

DANA PARHAM HOLDINGS INC 6751 N FEDERAL HWY SUITE 101 BOCA RATON, FL. 33487 I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: TODD ASHFORD

Article VI

The name and address of the incorporator is:

TODD ASHFORD

6820 N UNIVERSITY DRIV

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TAMARAC FL 33321

Incorporator Signature: TODD ASHFORD

Article VII

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

Title: DIR DANA PARHAM

6751 N FEDERAL HWY STE 101 BOCA RATON, FL. 33487

Title: P SCOTT NASH 6820 N UNIVERSITY DRIVE TAMARAC, FL. 33321

Article VIII

The effective date for this corporation shall be:

09/27/2010

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