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(((H95000000494))) PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET  
TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY  
DEPARTMENT OF STATE 1492 W FLAGLER ST  
STATE OF FLORIDA SUITE 200  
409 EAST GAINES STREET MIAMI FL 33135- 02- 00  
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT  
FAX: (904) 922-4000 PHONE: (305) 541-3694  
FAX: (305) 541-3770  
(((H95000000494))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.  
NAME: NEW WAVE AQUARIUMS, INC.  
FAX AUDIT NUMBER: H95000000494 CURRENT STATUS: REQUESTED  
DATE REQUESTED: 01/12/1995 TIME REQUESTED: 14:51:45  
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0  
NUMBER OF PAGES: 3 METHOD OF DELIVERY: FAX  
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 072450003255  
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\*\* ENTER 'M' FOR MENU. \*\*  
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NUM Connect: 00:34:

W95-984  
LIST RA  
RA ACCT/SLR  
00500, 00608, 00615  
00611

KANUT J. KHOSLA JAN 13 1995

RECEIVED  
JAN 13 AM 7:14  
SHOULD BE OFFICIALS

FILED  
JAN 13 1995  
TALLAHASSEE, FL

FILED  
JAN 19 PM 3:14  
TELETYPE FLORIDA

H95000000494

**ARTICLES OF INCORPORATION  
OF  
NEW WAVE AQUARIUMS, INC.**

**ARTICLE I-NAME**

The name of this Corporation is NEW WAVE AQUARIUMS, INC.

**ARTICLE II-DURATION**

This Corporation shall have a perpetual existence commencing on the Date of Filing.

**ARTICLE III-PURPOSE**

This Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV-CAPITAL STOCK**

This Corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares".

**ARTICLE V- INITIAL REGISTERED OFFICE AND AGENT**

The name and street address of the initial registered office of this Corporation is 6940 SW 55 Terrace East, Miami, Florida 33155.

**ARTICLE VI- INITIAL BOARD OF DIRECTORS**

This Corporation shall have Two (2) directors initially. The number of Directors may be increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The name(s) and address(es) of the initial Directors are:

**NAME**

**ADDRESS**

Stacy D. Bearden

6940 SW 55 Terrace East  
Miami, Fl. 33155

Robert Bush

6940 SW 55 Terrace East  
Miami, Fl. 33155

**ARTICLE VII-LAWS**

The By-Laws of this Corporation may be adopted, altered, amended or repealed by either the Stockholder(s) or Director(s).

**ARTICLE VIII-INDEMNIFICATION**

The Corporation shall indemnify any officer or Director, or any former Officer or Director, to the full extent permitted by law.

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**ARTICLE IX-PREEMPTIVE RIGHTS**

Every Stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE X-PRINCIPAL PLACE OF BUSINESS**

The principal place of business of this Corporation is 6940 SW 55 Terrace East, Miami, Fl. 33155.

**ARTICLE XI-INCORPORATOR**

The person signing these articles is Stacy D. Bearden, of 6940 SW 55 Terrace, Miami Fl. 33155.

**ARTICLE XII-AMENDMENT**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 12 day of January, 1995.

*Stacy D. Bearden*  
Stacy D. Bearden

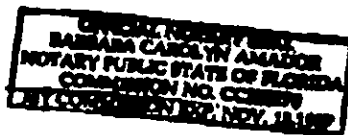
State of Florida )  
County of Dade )

The foregoing instrument was acknowledged before me this 12 day of January, 1995, by Stacy D. Bearden, who is personally known to me or who has produced D. K. L. L. as identification and who did take an oath, and who, as Incorporator(s), executed the foregoing Articles of Incorporation of NEW WAVE AQUARIUMS, INC., and acknowledged before me that he executed these Articles of Incorporation.

*Barbara Carolyn Amador*  
NOTARY PUBLIC, STATE OF  
FLORIDA.

Name: Barbara C. Amador

My Commission Expires:



495000000494

CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED.

NEW WAVE AQUARIUMS, INC.

In pursuance of Chapter 607.34 Florida Statutes, the  
following is submitted, in compliance with said Act:

First-That Stacy D. Bearden, desiring to organize under the  
laws of the State of Florida, with its principal office as  
indicated in the articles of incorporation at City of Miami,  
County of Dade, State of Florida, has named Stacy D. Bearden of  
6940 SW 55 Terrace, City of Miami, County of Dade, State of  
Florida, as its agent to accept service of process within this  
state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above  
stated corporation, at place designated in this certificate. I  
hereby accept to act in this capacity, and agree to comply with  
the provision of said Act relative to keeping open said office.

By: Stacy D. Bearden

Signature of  
Registered Agent

State of Florida

County of Dade

The foregoing instrument was acknowledged before me this 17  
day of January, 1995, by Stacy D. Bearden, who is personally  
known to me or who has produced Driver's License  
as identification and who did/did not take an oath.

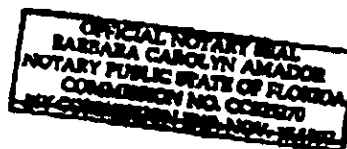
Barbara C. Amador  
NOTARY PUBLIC, STATE OF  
FLORIDA.

Name: BARBARA C. AMADOR

My Commission Expires:

THIS INSTRUMENT PREPARED BY:  
CARLOS J. ARBOLEYA JR., ESQUIRE  
2100 PONCE DE LEON BLVD., SUITE 1100  
CORAL GABLES, FL. 33134

FLORIDA BAR #



P95000004509

(Return to the State)  
ROBERT BOOTH  
1517 MALAGA AVE.  
MIAMI, FL 33134

OFFICE USE ONLY

600001529886  
-07/05/95--01046--002  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

**CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):**

1. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
2. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
3. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
4. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)

☐ Walk in ☐ Pick up time \_\_\_\_\_

☐ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy

☐ Certificate of Status

FILED  
95 JUL -3 AM 11:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

Florida Department of State, Sandra B. Mortham, Secretary of State

**OFFICER / DIRECTOR RESIGNATION**

FILED  
95 JUL -3 AM 11:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, ROBERT BUSH, hereby resign as VICE PRESIDENT  
(Title)

of NEW WAYE AQUARIUM, INC.  
(Name of Corporation)

a corporation organized under the laws of the State of FLORIDA.

That the corporation has been notified in writing of the resignation.

  
(Signature of resigning officer/director)

FILING FEE IS \$35.00

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314