

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32310
904-222-9171
904-222-0193 FAX

CSC networks

MAIL TO:
P.O. BOX 5828
TALLAHASSEE, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE : 558455 82150A

AUTHORIZATION : *Patricia Pijet*

COST LIMIT : \$ 122.50

ORDER DATE : March 10, 1995

ORDER TIME : 9:31 AM

ORDER NO. : 558455

CUSTOMER NO: 82150A

CUSTOMER: Mr. Jose Mojica
XL CORPORATE SERVICES

62 White Street

New York, NY 10013

DOMESTIC FILING

P95000019683

NAME: SEA FRESH, INC.

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jodie Krebs

EXAMINER'S INITIALS:

PM
3-10-95
02/4

FILED
95 MAR 10 PM 12:07
TALLAHASSEE, FLORIDA

800-342-8086

95 MAR 10 PM 12:14

ARTICLES OF INCORPORATION
OF
SEA FRESH, INC.

FILED
95 MAR 10 PM 12:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

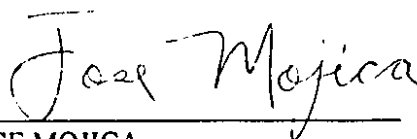
THE UNDERSIGNED sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607 of the revised Florida Statutes, herewith submits the following information:

1. The name of the corporation is SEA FRESH, INC.
2. The duration of the corporation shall be perpetual.
3. The general purpose or purposes for which this corporation is being formed are to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter.
4. The aggregate number of shares which the corporation shall have authority to issue is 1000 shares, all without par value and of one class.
5. The principal address and mailing address of the corporation will be 4435 Old Winter Garden Road, Orlando, Fl. 32811 and the name of its initial registered agent at such address is XL Corporate Research Services, Inc..
6. The number of directors constituting the initial board of directors is five and the name and address of each person who is to serve as a member thereof is as follows:

Francis D. Pope, David Pope, Daniel Pope, John Randazzo and Robert Silberglied, all directors
c/o Robert Silberglied, 10 E. 40th, Street, New York, N.Y. 10016
7. The name and address of the sole incorporator is: JOSE MOJICA, c/o XL CORPORATE SERVICES, INC., 62 WHITE STREET, 2ND FLOOR, NEW YORK, NY 10013.

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation.

Dated: 03/06/95



JOSE MOJICA
Sole Incorporator

ACCEPTANCE OF APPOINTMENT

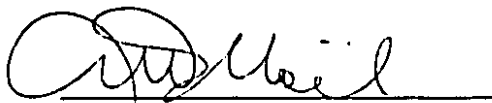
AS

REGISTERED AGENT

FILED
95 MAR 10 PM 12:07
SECRET
TALLAHASSEE, FLORIDA

I, MARC MOEL, the undersigned, do hereby accept appointment as Registered Agent of the within named corporation.

Dated: 3/9/98


XL Corporate Research Services,
Inc.
ASST. SECY.
Registered Agent