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Page & Associates

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Thomas P. Page, JD, CPA

August 29, 1995

Secretary of State  
State of Florida  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

600001577316  
-09/05/95--01058--010  
\*\*\*\*122.50 \*\*\*\*122.50

Re: CD Seafood, Inc.

Dear Sir:

Enclosed herein please find the original and one copy of Articles of Incorporation for the above referenced corporation. Also enclosed is our check in the amount of \$122.50, representing the following:

1. Filing Fee	\$35.00
2. Designation of Registered Agent	\$35.00
3. Certified copy of Articles	\$52.50
	\$122.50

Please return the certified copy to my attention.

Very truly yours,



Thomas P. Page

TPP/dms  
Enclosure

cc: Camila Daglio

FILED  
SEP 5 1995  
TALLAHASSEE, FLA

SAS  
9/11/95

**ARTICLES OF INCORPORATION  
OF  
CD SEAFOOD, INC.**

FILED  
JAN 13 1995  
CLERK OF CIRCUIT COURT  
IN AND FOR THE COUNTY OF  
DADE, FLORIDA

**ARTICLE I**

The name of this Corporation is CD SEAFOOD, INC..

**ARTICLE II**

The Corporation may engage in any and all lawful businesses for which corporations may be incorporated under Chapter 607, Florida Statutes. While pursuing its purposes, the Corporation may exercise the powers granted now or in the future by Chapter 607, Florida Statutes, and by common law.

**ARTICLE III**

The aggregate number of shares which the Corporation shall have the authority to issue shall be One Hundred (100) shares of common stock. Each of such shares shall have a par value of \$1.00 per share.

**ARTICLE IV**

The street address of the place of business of the Corporation is 7200 Lake Ellenor Drive, Suite 144, Orlando, Florida 32809. The address of the initial registered office maintained pursuant to Section 607.0501 F.S. is 7200 Lake Ellenor Drive, Orlando, Florida 32809, and the name of the Corporation's initial registered agent to receive service of process is Camila Daglio.

**ARTICLE V**

The number of Directors constituting the initial Board of Directors is one. The number of Directors may be changed by Resolution of the Directors as provided in the Bylaws. The name and address of the person who is to serve as Director is:

Name	Address
CAMILA DAGLIO	1513 S. KIRKMAN ROAD APT 3116 ORLANDO FLORIDA 32811

#### ARTICLE VI

The name and address of the incorporator is CAMILA DAGLIO .

#### ARTICLE VII

It is the intention of the Corporation to indemnify its officers, directors, employees, and agents to the extent permitted by Section 607.0850, Florida Statutes.

#### ARTICLE VIII

The Corporation, its shareholders, or any combination of the Corporation and its shareholders, may enter into agreements limiting or restricting free transfer of shares of its capital stock. Any such agreements will be valid and enforceable among the parties to such agreements, and when the existence of such agreement is noted on the face or on the back of certificates representing any such shares, such agreement will be binding and enforceable upon any transferee or successor of any party to such agreement.

DATED: \_\_\_\_\_, 1995.

Camila Daglio  
CAMILA DAGLIO

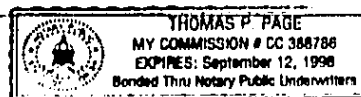
STATE OF Florida  
COUNTY OF Orange

The foregoing instrument was acknowledged before me this 29<sup>th</sup> day of August, 1995, by CAMILA DAGLIO, as PRESIDENT, of CD SEAFOOD, INC, a FLORIDA corporation, on behalf of the corporation. He/she is personally known to me or has produced \_\_\_\_\_ (type of identification) as identification and did (did not) take an oath.

\_\_\_\_\_  
(AFFIX NOTARY SEAL)

Thomas P. Page  
Name: \_\_\_\_\_  
(Notary Public)

My Commission Expires:



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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That CD SEAFOOD, INC desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at ORANGE, County, State of Florida, has named CAMILA DAGLIO as its agent to accept service of process within the State.

ACKNOWLEDGMENT

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 agree to comply with the provisions of said Act relative to keeping open said office.

Camila Daglio  
CAMILA DAGLIO  
(Registered Agent)