

P960000001649
TRANSMITTAL LETTER

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

SUBJECT: GOLDEN SEAFOOD CORPORATION
(proposed corporate name)

Enclosed please find an original and one (1) copy of the articles of incorporation for the above corporation and check in the amount of \$ 122.50.

FROM: TERESA OTERO
Name
790 E. 44th STREET
Address
HIALEAH, FL 33013
City, State, & Zip
(305) 688-6600
Telephone Number

300001675443
-01/02/96--01062--007
****122.50 ****122.50

Dmc
1-8-96

Note: Additional copy of articles is needed only when certified copy is requested.

FILED
96 JAN -2 AM 8:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
GOLDEN SEAFOOD CORPORATION.**

FILED
96 JAN -2 AM 8:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, subscribers to these Articles of Incorporation are natural persons competent to contract and do hereby associate themselves to form a Corporation under the laws of the State of Florida.

ARTICLE I

The name of this Corporation is: **GOLDEN SEAFOOD CORPORATION**

ARTICLE II

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

ARTICLE III

The maximum number of shares of stock that this Corporations is authorized to have outstanding at any one time is **FIVE HUNDRES SHARES** with no par value.

ARTICLE IV

This Corporation is to exist perpetually.

ARTICLE V

The amount of capital with which this Corporation will begin business is **FIVE HUNDRED, (\$500 00)**

ARTICLE VI

The initial post office address of the principal office of this corporation is 6995 NW 82nd Avenue, Miami, Florida, 33166.

ARTICLE VII

This Corporation shall have two Directors initially. The number of Directors may be increased from time to time by by-laws adopted by the stockholders, but shall never be more than ten or less than one.

ARTICLE VIII

The names and post office of the initial members of the First Board of Directors are:

NAMES:	ADDRESS:	OFFICER:
CIRO MANERI	3449 TORREMOLINOS AVE. MIAMI, FL 33178	PRESIDENT TREASURER
VINCENZO NICOLICCHIA	15420 S.W. 75 CIRCLE LANE MIAMI, FL 33193	VICE-PRES. SECRETARY

ARTICLE IX

The names and post office address of the subscribers of these articles of Incorporation, the number of shares of stock that they agree to take, and the value of the consideration, therefore, are:

NAMES:	ADDRESS:	SHARES:
CIRO MANERI	3449 TORREMOLINOS AVE. MIAMI, FL 33178	250

VINCENZO NICOLICCHIA

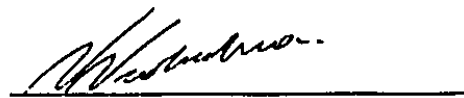
15420 S.W. 75 CIRCLE LANE
MIAMI, FL 33193

250

ARTICLE X

These *ARTICLES OF INCORPORATION* may be amended in the manner provided by the law, every amendment shall be approved by the Board of Directors proposed by them to the stockholders and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all of the Directors and Stockholders sign a written statement their intention that certain amendment of these *ARTICLES OF INCORPORATION* be made.



CIRO MANERI
President

VINCENZO NICOLICCHIA
Vice-President

FILED

96 JAN -2 AM 8:09

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATION DESIGNATING PLACE OF
BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON PROCESS MAYBE SERVED.**

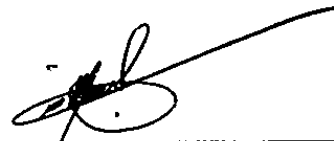
In pursuance of Chapter 48,091, Florida Statutes, the following is submitted, in compliance with said Act:

That **GOLDEN SEAFOOD CORPORATION**, 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 **CIRO MANERI** at 6995 N.W. 82nd Avenue, Miami, Fl 33166, 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 keep open said office.

By: _____



CIRO MANERI
Resident Agent

STATE OF FLORIDA }
COUNTY OF DADE } SS

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and the County named above to take acknowledgments, personally appeared **CIRO MANERI and VINCENZO NICOLICCHIA** to me known to be the persons described as subscribers in and who executed the foregoing *ARTICLES OF INCORPORATION*, and acknowledged before me that they subscribed to those *ARTICLES OF INCORPORATION*.

Witness my hand and official seal in this County and State named above this 22nd day of December, 1995.


TERESA OTERO
NOTARY PUBLIC-STATE OF FLORIDA AT LARGE

