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THANK YOU from Your Capital Connection

ARTICLES OF INCORPORATION

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OF

TALLAHASSEE, FLORIDA

FANCY FRESH SEAFOOD, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is FANCY FRESH SEAFOOD, INC.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 14501 GULF BOULEVARD, MADEIRA BEACH, FI. 33708.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is seven thousand five hundred (7,500) shares having a par value of (\$1.00) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE V: INCORPORATOR

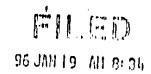
The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of the initial Board of Directors of the corporation is JAMES W. HOLTON, 14501 GULF BOULEVARD, MADEIRA BEACH, FL 33708.

The undersigned has executed these Articles of Incorporation this 19th day of January 1996.

"Capital Connection, Inc. by Kim Crosson, Client Representative"



CERTIFICATE OF DESIGNATION SECRETARY THE STATE REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the state of Florida.

- 1. The name of the corporation is FANCY FRESH SEAFOOD, INC.
- 2. The name and address of the registered agent and office is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY.

"Capital Connection, Inc. by Kim Crosson, Client Representative"

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BALANCE DUE.....

THANK YOU from Your Capital Connection

CR2E045 (7-91)

FILING FEE: \$35.00

Florida Department of State, Jim Smith, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of FLORTDA submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

or registered agent, or both, in the 8	State of Florida.	der 10 cuange its tegi	Afoted Ollice
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1b. Date of incorporation01/19)/96	Document number	P96000005779
2. The name and address of the o	urrent registered s	igent and office:	
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TALLAHASSEE, FL 32:			
3. The name and address of the new (P.O. Box Not Acceptab	w registered agent	and office:	1114 198
JAMES W. HOLTON, ESC		**************************************	三三 三三
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