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ARTHUR G. LUONGO

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(305) 696-7458 Fax: (305) 696-3279

April 3, 1996

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-04/03/96-01053-003
***122.50 ***122.50

Honorable Sandra B. Mortham
Secretary of State
Division of Corporations
Post Office Box 6372
Tallahassee, Florida 32314

Re: Atlantic Lobster Holdings, Inc.

Dear Secretary of State:

Enclosed, herewith, please find the Articles of Incorporation for **ATLANTIC LOBSTER HOLDINGS, INC.** as well as a check in the amount of \$122.50 for the filing fee.

Very truly yours,



Arthur G. Luongo

AGL/js

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR -8 AM 11:47

cf 4/12/96

ARTICLES OF INCORPORATION

OF

Atlantic Lobster Holdings, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 APR -8 AM 11:47

The undersigned, acting as incorporator of a Corporation pursuant to Chapter 607, Florida Statutes, hereby files these Articles of Incorporation in order to form a corporation for profit under the laws of the State of Florida.

ARTICLE I

Name

The name of the corporation shall be: **Atlantic Lobster Holdings, Inc.**

The principal office and mailing address of the corporation shall be:

7337 NW 37th Avenue
Miami, Florida 33147

ARTICLE II

POWERS

1. The Corporation's purpose as herein stated shall be carried out by its Board of Directors in a manner that will enable the Corporation to comply with Chapter 607, Florida Statutes. To this end the Corporation shall have the following powers:

A. To own, acquire, convey, exchange, lease, mortgage, encumber, transfer in trust, or otherwise dispose of all property, real or personal; to borrow money, contract debts, and issue bonds, notes and debentures, and to secure the payment of performance of its obligations.

B. To receive property by gift, devise or request subject to the law regulating the transfer of property by will, and otherwise to acquire and hold all property, real or personal, including shares of stock, bonds and securities of other corporations.

C. To enter into contracts with any person, firm, association, corporation, municipality, county, state, nation or other body politic or with any colony, dependency or agency of any of the foregoing.

D. To perform every act necessary or proper for the accomplishment of the objects and purpose enumerated or for the protection and benefit of the Corporation.

ARTICLE III

SHARES

The Corporation shall be authorized to create and issue One thousand Shares of Common Stock.

ARTICLE IV

Term of Corporate Existence

This Corporation shall exist perpetually unless dissolved according to law.

ARTICLE V

Incorporator

The name and address of the incorporator to these Articles of Incorporation is as follows:

Name

Address

- | | |
|---------------------|---|
| a. Arthur G. Luongo | 7337 NW 37th Avenue
Miami, Florida 33147 |
|---------------------|---|

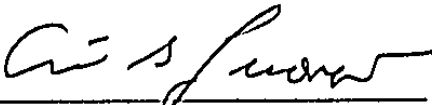
ARTICLE VI

Registered Agent and Office

The street address of the corporations initial registered office and the name of its initial registered agent shall be:

- 1) Anthony E. Torres
7337 Northwest 37th Avenue
Miami, Florida 33147

IN WITNESS WHEREOF, the undersigned, being the original incorporator to the foregoing Articles of Incorporation, has hereunto set his hand and seal this 3 day of March, 1996.
APR:1



Arthur G. Luongo, Incorporator

STATE OF FLORIDA)
COUNTY OF DADE)

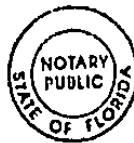
I HEREBY CERTIFY that on this day personally appeared before me the undersigned Notary Public of the State of Florida, Mr. Arthur G. Luongo, the initial incorporator of the above reference corporation, whose name is subscribed to the herein three page instrument, and who executed the foregoing instrument and acknowledged before me that he executed the same freely and voluntarily for the uses and purpose therein set forth and expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal on this 3rd day of March, 1996.
APR:1


(signature of Notary Public)


(print name)

Produced identification as follows: Did / Did not take an oath.



MEYER M. BRILLIANT
My Comm Exp. 10/05/96
Bonded By Service Ins
No. CC233223
D. P. S. & S. Inc. 11000 E.D.

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

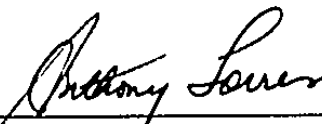
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Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office in the State of Florida.

1. The name of the corporation is **Atlantic Lobster Holdings, Inc.**
2. The name of the registered agent is **Mr. Athony Torres.**
3. The address of the registered office is **7337 Northwest 37th Ave., Miami , Florida 33147.**

ACCEPTANCE

Having been named as registered agent and designated to accept service of process for the above corporation. I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Anthony E. Torres
7337 Northwest 37th Avenue
Miami Florida 33147
(305) 696-6667