

4/11/96

FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY

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192 N. FLAGLER ST.

STATE OF FLORIDA

SUITE 200

100 EAST BAYVIEW STREET

MIAMI FL 33135-

FAX: (904) 541-3694

CONTACT: RAY TORRONT

PHONE: (305) 541-3694

FAX: (305) 541-3770

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: GOLDEN GULF SEAFOOD, INC.

FAX AUDIT NUMBER: H98000005180

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04/12 AM 7:59

PREPARED BY: DARRYL S. SCHREIBER, ESQ.
SCHREIBER, SCHREIBER & SCHREIBER
5600 Sheridan Street
Hollywood, Florida 33021
Telephone: (954) 966-5600
Fla. Bar No.: 342432



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ARTICLES OF INCORPORATION
OF
GOLDEN GULF SEAFOOD, INC.

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be:
GOLDEN GULF SEAFOOD, INC.

Its business shall be carried on in the State of Florida in the United States of America, and elsewhere, as may be authorized by its Board of Directors.

ARTICLE II

The term of existence of the corporation is perpetual.

ARTICLE III

The general nature of the business to be transacted by the corporation shall be:

Export and Import fish for wholesale and retail sale and to do all other things necessary and incidental to the proper conduct of such business and to engage in all other legal activities pursuant to the laws of the State of Florida and of the United States.

ARTICLE IV

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be:

Five Hundred (500) Shares at \$.01 par value

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ARTICLE V

Pursuant to Florida Statutes 607.164 (h), the corporation's principal place of business, and its mailing address is 14028 S.W. 90th Terrace, Miami, Florida 33186, the registered office of the corporation and its registered agent, SCHREINER, SCHREINER & SCHREINER shall be located at 5600 Sheridan Street, Hollywood, Florida 33021.

ARTICLE VI

The name and street address of the members of the first Board of Directors, who shall hold office for the first year of the corporation's existence or until his successor is elected and has qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
MOUSTAPA ELBAID	14028 S.W. 90 Terrace Miami, Florida 33186	President
ABRAHAM NARDO	14028 S.W. 90 Terrace Miami, Florida 33186	Vice-President
GUSTAVO LEGORRETA	14028 S.W. 90 Terrace Miami, Florida 33186	Sec./Treas.

There shall not be less than (1) Director, at any time.

ARTICLE VII

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

DARRYL S. SCHREINER, ESQUIRE
5600 Sheridan Street
Hollywood, Florida 33021

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IN WITNESS WHEREOF, I haveunto ant my hand and seal this
17th day of April, 1995.

DARRYL S. SCHREIBER, ESQUIRE

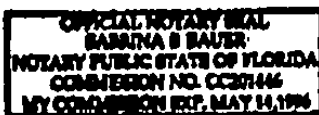
STATE OF FLORIDA }
COUNTY OF BROWARD } ss

I HEREBY CERTIFY that on this day, before me a Notary Public
duly authorized in the State and County above named, to take
acknowledgments, personally appeared, DARRYL S. SCHREIBER, to me
known to be the person described as Incorporator in and who
executed the foregoing Articles of Incorporation.

WITNESS my hand and official seal in the County and State
named above this 17th day of April, 1995.

Richard A. L. L. L.
NOTARY PUBLIC
Commission Number:

My Commission Expires:



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

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

FIRST: That GOLDEN GULF SEAFOOD, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in the City of Miami, County of Dade, State of Florida has named SCHREIBER, SCHREIBER & SCHREIBER is located at 5600 Sheridan Street, Hollywood, Florida 33021 as its agent to accept process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above named corporation, at the place designed in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relating to keeping open said office.


DARRELL S. SCHREIBER, ESQUIRE

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