

Kenneth W. McCoy, P.A.

Accounting Firm

15150 N.W. 79th Court  
Suite 195  
Miami Lakes, Florida 33016  
Phone: (305) 362-1841

P96000039118

Secretary of State  
Corporate Records  
P.O. Box 327  
Tallahassee, FL 32314

RE: Genesis Seafood, Inc.

Dear Sir/Madam:

200001816442  
-05/10/96--01031--008  
\*\*\*150.00 \*\*\*150.00

Enclosed please find two (2) executed copies of Articles of Incorporation for Genesis Seafood, Inc. together with a check for One hundred fifty dollars (\$150.00).

Thank you for your prompt attention to this matter.

Sincerely,

Kenneth W. McCoy, P.A.

Mail to: Kenneth W. McCoy, P.A.  
15150 N.W. 79th Court,  
Suite 195  
Miami Lakes, FL 33016  
(305) 362-1841

97.50 - F.F.  
52.50 - C.C.  

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\$150.00

g 5/7/96

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

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of

Genesis Seafood, Inc.

ARTICLE I - NAME & ADDRESS

The name and address of the corporation shall be

Genesis Seafood, Inc.  
9012 N.W. 146 Terrace  
Miami, Florida 33016

ARTICLE II - DURATION

This corporation shall have perpetual existence unless dissolved according to law and its existence upon filing date.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue One Thousand (1000) shares of Fifty Cents (.50), par value, common stock which shall be designated "common shares".

ARTICLE V - POWER OF SHAREHOLDERS

There shall be no Board of Directors and all affairs normally conducted by a Board of Directors shall be conducted by the shareholders. The shareholders shall have the same power and authority as that of a Board of Directors.

#### ARTICLE VI - INDEMNIFICATION

The corporation shall indemnify the officers and shareholders of the corporation to the fullest extent authorized by Section 607.014, Florida Statutes. For the purpose of interpreting this Article and the aforementioned Florida Statute, the shareholder shall be considered a director when the action taken by him for which indemnification is sought is action traditionally conducted by a director.

#### ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Catalina I. Pastor  
16120 N.W. 127th Avenue  
Miami, Florida 33016

#### ARTICLE VIII - INITIAL REGISTERED AND PRINCIPAL OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

16120 N.W. 127th Avenue  
Miami, Florida 33016

and the name of the initial registered agent of this corporation at that address is:

Catalina I. Pastor

REGISTERED AGENT CERTIFICATE

The undersigned hereby accepts the office of Registered Agent for Genesis Seafood, Inc. and agrees to accept service of process for said corporation at the place designated in its Articles of Incorporation as its principal place of business and to act in said capacity in accordance with the laws of the State of Florida.

DATED, at Miami, Dade County, Florida, on this 29th day of April 1996.

  
Catalina I. Pastor

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DIVISION OF CORPORATIONS

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IN WITNESS WHEREOF, The undersigned incorporator, has  
executed these Articles of Incorporation, on this 29th day of  
April 1996.

Catalina I. Pastor  
Incorporator

STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME, the undersigned authority, a Notary Public,  
authorized to take acknowledgements in the State and County set  
forth herein above, personally appeared Catalina I. Pastor,  
known to be and known by me to be the person who executed the  
foregoing Articles of Incorporation of Genesis Seafood, Inc.  
and he/she acknowledged before me that he/she executed these  
Articles of Incorporation, who produced for identification Florida  
Driver's License No. 8236-109-62-587-0.

IN WITNESS WHEREOF, I have hereunto set my hand and  
affixed my seal in the State and County aforesaid, on this 29th  
day of April 1996.

Harry E. Geissinger III  
NOTARY PUBLIC

My Commission Expires:



HARRY E GEISSINGER III  
My Commission CO491708  
Expires Dec. 28, 1999