

P96000039796

April 23, 1996

Corporate Records Bureau
Division of Corporations
Department of State
PO Box 6327
Tallahassee, FL 32301

000001807050
-05/03/96--01072--010
****122.50 ****122.50

Re: Aquaculture Development Corporation

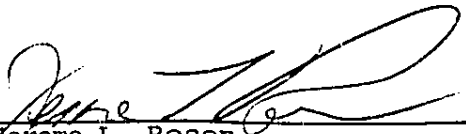
Dear Sirs:

Enclosed please find an original and two copies of the Articles of Incorporation for the above captioned Corporation. I am enclosing my check in the amount of \$122.50 representing payment of the following:

Filing Fee	\$35.50
Certified Copy of Articles of Incorporation	52.00
Designation of Reesident	
Agent	35.00

Also enclosed herin is a Certificate designating Place of Business and Agent. Please return a certified copy of the Articles of Incorporation at your earliest opportunity.

Thank you for your cooperation in this matter.


Jerome L. Rosen



Jerome L. Rosen
CERTIFIED PUBLIC ACCOUNTANT

4505 N.W. 31st Avenue, Ft. Lauderdale, FL 33309

FILED
DIVISION OF CORPORATIONS
96 APR -3 PM 12:10

cf 5/1/96

EFFECTIVE DATE

4/20/96

ARTICLES OF INCORPORATION

OF

STATE OF CALIFORNIA
DIVISION OF CORPORATIONS

96 MAY -3 PM 12:10

ARTICLE I - NAME

The name of this corporation is Aquaculture Development Corporation.

ARTICLE II - DURATION

The duration of the corporation shall be perpetual and shall commence upon the signing and acknowledging of these Articles.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue five hundred (500) shares of One Dollar (\$1.00) par value common stock. All stock of the corporation shall be issued pursuant to a plan under Section 1244 of the Internal Revenue Code of 1954 as added by the Small Business Tax Revision Act of 1958.

All of said stock shall be payable in cash, or property, other than stock or securities, in lieu of cash, or services, at a just valuation to be determined by the Board of Directors of this corporation.

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 4505 NW 31st Avenue, Fort Lauderdale, FL 33309 and the name of the initial registered agent of this corporation is Jerome L. Rosen.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial director of this corporation is: Don Purvis, 4505 NW 31st Avenue, Fort Lauderdale, FL 33309.

ARTICLE VIII - CORPORATE MAILING ADDRESS

The principal mailing address of the corporation is: 4505 NW 31st Avenue, Fort Lauderdale, FL 33309.

ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles is: Jerome L. Rosen, 4505 NW 31st Avenue, Fort Lauderdale, FL 33309.

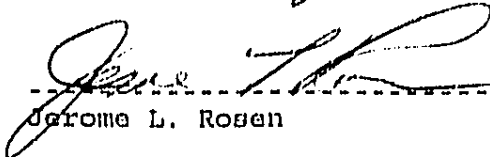
ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officers or directors, or any former officers or directors, to the full extent permitted by law.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

In WITNESS WHEREOF, the undersigned subscriber has executed
these Articles of Incorporation this 22 day of April 1996.



Jerome L. Rosen

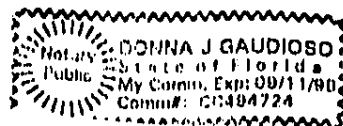
STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this
30 day of April 1996, who is personally known to me or who
has produced _____ as identification and who did not
take an oath.

My Commission Expires: 9/11/99

Donna J. Gaudioso
Notary Public



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

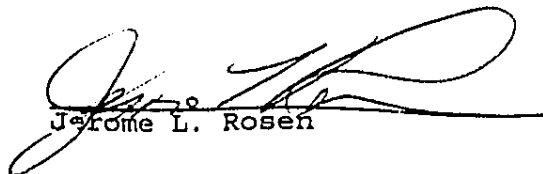
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY -3 PM 2:10

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

FIRST: That Aquaculture Development Corporation, desiring to organize under the laws of the State of Florida with its registered office, as indicated in the Articles of Incorporation in the City of Fort Lauderdale, County of Broward, State of Florida, has named Jerome L. Rosen, located at 4505 NW 31st Avenue, Fort Lauderdale, FL 33309, as its Registered Agent to accept service of process within the State.

ACKNOWLEDGMENT

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


Jerome L. Rosen