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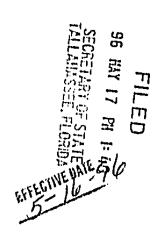
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Articles of Incorporation of Key West Shellfish Co.

Article I. Name

The name of this Florida corporation is:

Key West Shellfish Co.



Article II. Address

The mailing address of the Corporation is:

Key West Shellfish Co. 100 Sacarma Drive Cudjoe Key FL 33042

Article III. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

Shannon Ward 100 Sacarma Drive Cudjoe Key FL 33042

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation.

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Corporate Creations International Inc. 401 Ocean Drive • Suite 312 • Door Code #125 Miami Beach FL 33139-6629 (305) 672-0686 The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors is:

John Ward Shannon Ward

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc. 401 Ocean Drive • Suite 312 • Door Code #125 Miami Beach FL 33139-6629

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective May 16, 1996

The authorized representative of the incorporator executed these Articles of Incorporation on May 16, 1996

Corporate Creations International Inc.

Luis A. Uriarte Vice President

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CERTIFICATE OF DESIGNATION REGISTERED AGENT AND REGISTERED OFFICE

CORPORATION:

Key West Shellfish Co.

REGISTERED AGENT:

Shannon Ward 100 Sacarma Drive Cudjoe Key FL 33042

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

Shannon Ward

by Luis A. Uriarte as attorney-in-fact

Date: 5/16/96

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