

7/10/96

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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
407 EAST GAINES STREET
TALLAHASSEE, FL 32399

FAX: (904) 922-4000

FLORIDA PROFIT CORPORATION OR P.A.

PUBLIC ACCESS SYSTEM

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FROM: ACE INDUSTRIES, INC.

57 NW 11TH ST

MIAMI FL 33134-20909-0000

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: FAIR CHANCE TWO, INC.

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TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS

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**ARTICLES OF INCORPORATION
OF
FAIR CHANCE TWO, INC.**

THIS IS TO CERTIFY, that we the undersigned do hereby associate ourselves into a corporation pursuant to the provisions of the Laws of the State of Florida, providing the formation of corporations for profit, and for the purposes and with the powers hereinafter mentioned; and, to that end, we do by this Certificate set forth:

ARTICLE I. NAME

That the name of this corporation shall be:
FAIR CHANCE TWO, INC.

ARTICLE III. NATURE OF BUSINESS

The primary nature of this corporation's business will be to operate a commercial fishing business.

This corporation may also engage or interact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV. INITIAL CAPITAL

That the amount of capital with this corporation will begin business shall be One Hundred Dollars (\$100.00).

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ACE INDUSTRIES, INC.
54 NW 11th Street
Miami, FL 33136
305-358-2571

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TALLAHASSEE, FL 32301

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ARTICLE V. REGISTERED AGENT

The name of the initial registered agent of the corporation is Veronica Ward whose address is at 17990 SW 211 Street, Miami, Florida 33187. I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.



Veronica Ward

ARTICLE VI. TERM OF EXISTENCE

That the term for which this corporation shall exist shall be perpetual.

ARTICLE VII. ADDRESS

That the address of the principal office of the corporation in the State of Florida is:
17990 SW 211 Street, Miami, Florida 33187.

The Board of Directors may from this time to time move the principal office to any other address in Florida and it may have such other places of business in the State of Florida as the nature and progress of the business of the corporation shall from time to time render necessary or desirable. Said corporation shall have the power to conduct its business outside the State of Florida, or in any or all the states and territories of the United States, including the District of Columbia and in any or all foreign countries and may have one or more offices in any said places.

ARTICLE VIII. DIRECTORS

That this corporation shall have one director initially. The number of directors may be increased or diminished from time to time by-laws adopted by the stockholders.

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ARTICLE IX. INITIAL DIRECTORS AND OFFICERS

That the name and address of the first Board of Directors and officers, whom are of full age and whom, subject to the by-laws of the corporation and the laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until their successors are elected and have qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Veronica Ward	17990 SW 211 Street Miami, Florida 33187	President Sec/Treasurer
John F. Norwood	100 West 63rd Street Apt A2 Marathon, Florida 33050	Vice President

ARTICLE X. SUBSCRIBERS

Veronica Ward	17990 SW 211 Street Miami, Florida 33187	130-31-1378
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ARTICLE XI. AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of directors, proposed by them to the stockholders and approved at the stockholders' meetings by majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation made.


Veronica Ward

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