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September 30, 1996

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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*****70.00 *****70.00

RE: Articles of Incorporation
~~Mother Ocean, Inc.~~ Seafood Aquaculture, Inc.

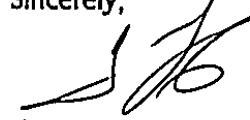
Dear Sir/Madam:

Enclosed for filing is the original and one copy of the Certificate of Incorporation for Mother Ocean, Inc., the original Certificate of Designation Registered Agent/Registered Office and our check in the amount of \$70.00 to cover the necessary fees.

Please provide a conformed copy of the articles upon filing.

Thank you for your time and cooperation.

Sincerely,


Thomas L. Campbell

FILED
96 NOV -8 AM 10:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TLC/mk
enclosure

DMC
10/12/96

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November 6, 1996

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

RE: Articles of Incorporation
Seafood Aquaculture, Inc.

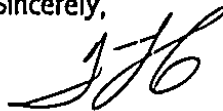
Dear Sir/Madam:

Enclosed for filing is the original and one copy of the Certificate of Incorporation for Seafood Aquaculture Inc., and the original Certificate of Designation Registered Agent/Registered Office. Please note that you have in your possession our firm check #3049 in the amount of \$70.00 as payment for processing of the enclosed.

Please provide a conformed copy of the articles upon filing.

Thank you for your time and cooperation.

Sincerely,



Thomas L. Campbell

TLC/mk
enclosure

CERTIFICATE OF INCORPORATION

- of -

SEAFOOD AQUACULTURE, INC

We, THE UNDERSIGNED, hereby declare our intent to form a corporation under the Laws of the State of Florida, by and under provisions of the Statutes of the said State of Florida.

ARTICLE I

The name of this corporation shall be: SEAFOOD AQUACULTURE, INC.

ARTICLE II

The corporation may engage in any activity or business permitted under the Laws of the United States and of the State of Florida.

ARTICLE III

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at one time is SIX HUNDRED (600) shares of common stock, having a par value of ONE (\$1.00) DOLLAR PER SHARE.

ARTICLE IV

The amount of capital with which this corporation will begin business shall be the sum of not less than SIX HUNDRED (\$600.00) DOLLARS.

ARTICLE V

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI

The initial street address of the principle office of the corporation shall be: 406 North Second Street, Fort Pierce, Florida 34950.

ARTICLE VII

The number of Directors of this corporation shall be at least one (1) and no more than five (5).

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96 NOV -8 1110:57
SEC. STATE
TALLAHASSEE, FLORIDA

ARTICLE VIII

The names and addresses of the members of the first Board of Directors of this corporation are as follows:

<u>Michael P. Riley</u>	<u>1771 Gulfstream Avenue, Ft. Pierce, Florida 34949.</u>
<u>Shawn Riley</u>	<u>1771 Gulfstream Avenue, Ft. Pierce, Florida 34949.</u>
<u>Sean M. Murray</u>	<u>406 North Second Street, Ft. Pierce, Florida 34950.</u>
<u>Thomas L. Campbell</u>	<u>406 North Second Street, Ft. Pierce, Florida 34950.</u>

ARTICLE IX

The names and street addresses of the persons signing these Articles of Incorporation as subscribers are as follows:

<u>Michael P. Riley</u>	<u>1771 Gulfstream Avenue, Ft. Pierce, Florida 34949.</u>
<u>Shawn Riley</u>	<u>1771 Gulfstream Avenue, Ft. Pierce, Florida 34949.</u>
<u>Sean M. Murray</u>	<u>406 North Second Street, Ft. Pierce, Florida 34950.</u>
<u>Thomas L. Campbell</u>	<u>406 North Second Street, Ft. Pierce, Florida 34950.</u>

ARTICLE X

Names, addresses and positions of the first Board of Directors, members and officers:

<u>Sean M. Murray</u>	<u>President</u>
<u>406 North Second Street, Ft. Pierce, Florida 34950.</u>	
<u>Thomas L. Campbell</u>	<u>Vice-President</u>
<u>406 North Second Street, Ft. Pierce, Florida 34950.</u>	<u>Treasurer</u>
<u>Milissa A. Kammeraad</u>	
<u>406 North Second Street, Ft. Pierce, Florida 34950.</u>	<u>Secretary</u>

ARTICLE XI

The corporate existence of this corporation shall begin on the date the Articles of Incorporation are filed of record.

ARTICLE XII

The registered agent of this corporation is 406 North Second Street, Fort Pierce, Florida 34950.

IN WITNESS WHEREOF, the undersigned, Sean M. Murray, being a natural person, competent to contract, has hereunto set his hand and seal this 5th day of November, 1996.


SEAN MICHAEL MURRAY (seal)

STATE OF FLORIDA)

COUNTY OF ST. LUCIE)


The foregoing instrument was acknowledged before me this 5th day of November, 1996, by SEAN MICHAEL MURRAY, who is:

✓ personally known to me, or
___ who has produced _____ as identification

and who ___did/ ___did not take an oath.

[Notary Seal]




Notary Public, State of Florida
Printed Name: Melissa Kammeraad
My Commission expires: 2000

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

FILED

96 NOV -8 AM 10:57

STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the state of Florida submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: SEAFOOD AQUACULTURE, INC.
2. The name and street address of the registered agent and office is: Sean M. Murray
406 North Second Street
Ft. Pierce, Florida 34950

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


SEAN MICHAEL MURRAY