DIVISION OF CORPORATIONS TO:

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: CARRIBEAN PARADISE FOOD, INC.

AUDIT NUMBER......H97000001608

DOC TYPE..... FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS...0

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

CERTIFICATE OF INCORPORATION

<u>of</u>

CARRIBEAN PARADISE FOOD, INC.

The undersigned incorporator, for purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLEI

NAME

The name of this corporation is CARRIBEAN PARADISE SEAFOOD, INC.

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 4753 S.W. 127^a Place, Miami, Florida 33175.

ARTICLE III

SHARES

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock. All said shares shall be payable in cash, property, labor or services at a valuation to be fixed by the Board of Directors at a maeting called for that purpose. Property, labor or services may be purchased or paid for with capital stock at a just valuation to be fixed by the Board of Directors.

This document prepared by:

Law Offices of Joaquin G. Molina, P.A.

10140 S.W. 40th Street

Misml, Florida 33165

Tcl. (305) 552-0049

Fax (305) 552-0463

H97.000001608

ARTICLE IV

INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Joaquin G. Molins, Rsq. 10140 S.W. 40th Street Miami, FL. 33165

ARTICLE V

INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

 Joaquin G. Molina, Esq. 10140 S.W. 40^a Street Mismi, Florida 33165

The undersigned incorporator has executed these Articles of Incorporation in Dade County, State of Florida, this 28th day of January, 1997

Josephin G. Molina, Esq.

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CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provision of Section 607.0501, Florida Statutes, the undersigned 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 CARRIBEAN PARADISE FOOD, INC.
- 2. The name and address of the registered agent and office is:

Joaquin G. Molina, Esq. 10140 S.W. 40* Street Miami, Florida 33165

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.

Josophin G. Molina, Esq.

Date: 1/28/97

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA