

W.B.D. Accounting, Inc.

10001 N.W. 50th Street  
Suite 204  
Sunrise, FL 33351

(954) 746-0156  
Fax: (954) 746-7690

700002088067--3

February 13, 1997

Division of Corporations  
Florida Dept. of State  
409 E. Gaines Street  
Tallahassee, FL 32399

700002088067--3  
-02/14/97--01065--007  
\*\*\*\*122.50 \*\*\*\*122.50

RE: CARIB FISH AND INVERTS, INC.

Dear Sir/Madam:

Enclosed please find Articles of Incorporation on behalf of the above-referenced corporation, together with our check in the amount of \$122.50. I would greatly appreciate this incorporation being processed at your earliest possible convenience and returned to us in the enclosed Federal Express envelope.

Should you have any questions, or require further information, please do not hesitate to call this office. Thank you.

Very truly yours,  
WBD ACCOUNTING, INC.

*Terry Barbash*

Terry Barbash  
Office Manager

TB:bp

Enclosures (2)

P:\WPDOCS\WBD\CLIENT\DIV-CORP.LTR

FILED  
97 FEB 14 PM 1:46  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

*[Handwritten signature]*

**ARTICLES OF INCORPORATION  
OF  
CARIB FISH AND INVERTS, INC.**

**FILED**  
**97 FEB 14 PM 1:46**  
**SECRETARY OF STATE**  
**TALLAHASSEE FLORIDA**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I. NAME**

The name of the corporation shall be Carib Fish and Inverts, Inc.

**ARTICLE II. NATURE OF BUSINESS**

This corporation may engage 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. ADDRESS**

The street address of the initial principal office of the corporation shall be 10001 NW 50th Street, #204, Sunrise, FL 33351.

**ARTICLE V. TERM OF EXISTENCE**

This corporation is to exist perpetually.

#### ARTICLE VI. SPECIAL PROVISIONS

It is the intent of the incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code and that the corporation will file as a Subchapter S corporation.

#### ARTICLE VII. DIRECTORS

This corporation shall have no Directors, initially. The affairs of the corporation will be managed by the shareholders until such time Directors are designated as provided by the Bylaws.

#### ARTICLE VIII. SUBSCRIBER

The name and street address of the subscriber to these Articles of Incorporation and the corporation's principal office and mailing address is:

June Santanelli

10001 NW 50th Street, #204  
Sunrise, FL 33351

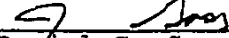
#### ARTICLE IX. INCORPORATOR & REGISTERED AGENT

The name and street address of the registered agent to these Articles of Incorporation and the registered agent's principal office and mailing address is:

Daniel G. Gass

10001 NW 50th Street, #204  
Sunrise, FL 33351

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation and am the incorporator of said corporation.

X   
Daniel G. Gass

I hereby am familiar with and accept the duties and responsibilities as incorporator of said corporation.

X   
Daniel G. Gass

**FILED**  
97 FEB 14 PM 1:46  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA