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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

February 17, 1997

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Fl 32314

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-02/20/97--01016--020
****122.50 ****122.50

Re: SEA HARVEST SEAFOOD, INC.

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Yours very truly,

Paul M. Pickett

Paul M. Pickett

Sea Harvest Seafood, Inc.
P. O. Box 1032
New Smyrna Beach, Fl 32170

904/423-5330

GH
2/25/97

ARTICLES OF INCORPORATION

of
SEA HARVEST SEAFOOD, INC.

(name of corporation)

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

SECRETARY
TALLAHASSEE, FLORIDA

ARTICLE I - CORPORATE NAME

The name of the corporation is:

SEA HARVEST SEAFOOD, INC.

ARTICLE II - DURATION

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

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue FIVE HUNDRED shares (500) of ONE DOLLAR Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	PAUL M. PICKETT		
ADDRESS	900 MISSION ROAD		
CITY	NEW SMYRNA BEACH	FLORIDA	ZIP 32168

The principal office, if known, or the mailing address of the corporation is:

NAME	SEA HARVEST SEAFOOD, INC.		
ADDRESS	P. O. BOX 1032		
CITY	NEW SMYRNA BEACH	FLORIDA	ZIP 32170

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	PAUL M. PICKETT		
ADDRESS	794 MISSION ROAD		
CITY	NEW SMYRNA BEACH	STATE FLORIDA	ZIP 32168
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	PAUL M. PICKETT		
ADDRESS	794 MISSION ROAD		
CITY	NEW SMYRNA BEACH	STATE	FLORIDA
		ZIP	32168
NAME			
ADDRESS			
CITY		STATE	
		ZIP	
NAME			
ADDRESS			
CITY		STATE	
		ZIP	

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this _____
day of FEBRUARY 17, 1997.

Paul M. Pickett (Seal)

(Seal)

(Seal)

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

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**CERTIFICATE OF REGISTERED AGENT
OF**

97 FEB 20 PM 1:07

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

SEA HARVEST SEAFOOD, INC.

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 900 MISSION ROAD

NEW SMYRNA BEACH, FLORIDA 32168

has named PAUL M. PICKETT

located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.

Paul M. Pickett
(registered agent)