

PAYDUE 26/70

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SUITE 223
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FILED
97 MAR 18 PM 3: 36

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ROBERT O. KAHN

TELEPHONE
(305) 672-0469
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(305) 672-3545

March 14, 1997

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

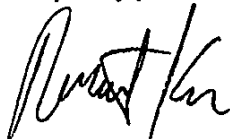
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Re: Articles of Incorporation for "FISHMAN'S SEAFOOD, INC."

Dear Sir/Madam:

Enclosed please find the Articles of Incorporation (original plus a copy) for FISHMAN'S SEAFOOD, INC." Also enclosed is a check in the amount of \$122.50 for filing purposes as well as a self-addressed stamped envelope to return a copy of the recorded document.

Very truly yours,



Robert Kahn

Enclosures

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Pt
3/24/97

**ARTICLES OF INCORPORATION
OF
FISHMAN'S SEAFOOD, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

ARTICLE I.

CORPORATE NAME

The name of the corporation is: **FISHMAN'S SEAFOOD, INC.**

ARTICLE II.

NATURE OF CORPORATE BUSINESS

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

ARTICLE III.

CAPITAL STOCK

The corporation is authorized to issue and have outstanding at any one time an aggregate number of 2,000 of one class of common stock having a par value of ONE (\$1.00) DOLLAR per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV.

PREEMPTIVE RIGHTS

Shareholders of corporation shall have preemptive rights.

ARTICLE V.

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The corporation's initial Registered Agent and Registered Office in the State of Florida is:

Matthew Tambor

**1590 Michigan Ave. #9
Miami Beach, Florida 33139**

INITIAL REGISTERED AGENT:

Matthew Tambor

INITIAL REGISTERED OFFICE:

1590 Michigan Ave. #9
Miami Beach, Florida 33139

INITIAL PRINCIPAL OFFICE OF CORPORATION:

**1590 Michigan Ave. #9
Miami Beach, Florida 33139**

ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT:

Having been named Initial Registered Agent to accept service of process on the corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.

Matthew Tambor
REGISTERED AGENT

ARTICLE VI.

INITIAL DIRECTORS

The name and address of the initial Board of Directors are:

Matthew Tambor
1590 Michigan Ave. #9
Miami Beach, Florida 33139

Leopold Dominguez
1590 Michigan Ave. #9
Miami Beach, Florida 33139

Robert Kahn :
4522 Sheridan Avenue
Miami Beach, Florida 33139

ARTICLE VIII

INCORPORATOR

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The name and address of the INCORPORATOR executing these Articles of Incorporation:

Matthew Tambor
1590 Michigan Ave. #9
Miami Beach, Florida 33139


Matthew Tambor


STATE OF FLORIDA)

SS

COUNTY OF DADE)

BEFORE ME, personally appeared **Matthew Tambor** to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes herein expressed, who is personally known to me or who did produce as identification: personally known.

WITNESS my hand and official seal in the County and State named above this 14th day of March, 1997.



NOTARY PUBLIC, State of Florida at Large
Printed Name:

My commission expires:

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ROBERT KAHN
My Commission **CC383024**
Expires **Jun. 18, 1998**
Bonded by **HAI**
800-422-1558