

797000033774

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

FILED
 97 APR 15 AM 11:04
 SECURED BY STATE
 TALLAHASSEE, FL 32301

K.R. APR 15 1997

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	4-15-97		
TIME	9:10		CK No. _____
BY	CJB		

WALK-IN
 Will Pick Up _____

RE: Jessica Se Seafood, Inc.

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
<input checked="" type="checkbox"/> (1) Cert. Copy(s)		
Art. of Amend. File		
Dissolution/Withdrawal		
C U S-		
Fictitious Name File		
Name Reservation 000002143460-8		
Annual Report/Reinstatement 04/15/97-01036-016		
Reg. Agent Service ****122.50 ****122.50		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, _____ Copies		
Courier Service		
Shipping/Handling		
Phone ()		
Top Priority		
Express Mail Prep.		
FAX () pgs.		

SUBTOTALS

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

ARTICLES OF INCORPORATION
OF
JESSICA SE SEAFOOD, INC.

FILED
97 APR 15 AM 11:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

Name

The name of this corporation is JESSICA SE SEAFOOD, INC., and its address is 351 Lakeview Drive, North Fort Myers, Florida 33917.

ARTICLE II

Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE III

Capital Stock

This corporation is authorized to issue 1,000 shares of Ten Dollar (\$10.00) par value common stock.

ARTICLE IV

Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 351 Lakeview Drive, North Fort Myers, Florida 33917, and the name of the initial registered agent of this corporation at that address is JENG SEK SE.

ARTICLE VI

Initial Board of Directors

This corporation shall have one (1) director(s) 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. The name and address of the initial sole director of this corporation who shall hold office, unless otherwise provided in the duly adopted bylaws of this corporation, for the first year of existence of the corporation or until his successor(s) is/are elected and qualified, are as follows:

NAME	ADDRESS
Jeng Sek Se	351 Lakeview Drive N. Fort Myers, FL 33917

ARTICLE VII

Initial Officers

The name and post office address of the President, Vice-President, and Secretary-Treasurer who shall hold office for the first year of existence of the corporation, or until their successors are elected pursuant to the corporate by-laws, are as follows:

NAME	ADDRESS	OFFICE
Jeng Sek Se	351 Lakeview Drive N. Fort Myers, FL 33917	President
Seng Nam Se	351 Lakeview Drive N. Fort Myers, FL 33917	Vice-President
Chung Nam Se	351 Lakeview Drive N. Fort Myers, FL 33917	Secretary/ Treasurer

ARTICLE VIII

Incorporator

The name(s) and address(es) of the person(s) signing these Articles as subscriber(s) to the corporation, together with the number of shares each agrees to take, are as follows:

NAME	ADDRESS	NO. OF SHARES
Jeng Sek Se	351 Lakeview Drive N. Fort Myers, FL 33917	100

ARTICLE IX

By-Laws

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE X

Meeting by Conference Telephone

Members of the Board of Directors may participate in special meetings of the Board of Directors by means of conference telephone as provided by law, but regular meetings of the Board of Directors must be attended in fact in person by each member.

ARTICLE XI

Indemnification

The corporation shall indemnify any officer or director, or

any former officer or director, to the full extent permitted by law.

ARTICLE XII

Compensation

The directors and all other officers of this corporation shall serve without compensation, unless expressly otherwise provided by unanimous vote of the Board of Directors.

ARTICLE XIII

Amendment

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

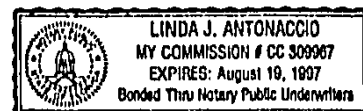
IN WITNESS WHEREOF, the undersigned subscriber have executed these Articles of Incorporation this 14th day of April, 1997.

Jeng Sek SE
JENG SEK SE, Subscriber

STATE OF FLORIDA
COUNTY OF LEE


Execution of the foregoing instrument was acknowledged before me this 14th day of April, 1997, by JENG SEK SE, who is () personally known to me or who has (X) produced Fla. Driver's License # 5000-439-39-011-0 as identification.

Signature of Notary Public Linda J. Antonaccio
Type/Print Name of Notary Linda J. Antonaccio
Commission Number CC 309967
Commission Exp. Date August 19, 1997



ACKNOWLEDGMENT OF REGISTERED AND RESIDENT AGENT

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.



JENG SEK SE, Registered Agent

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97 APR 15 AM 11:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA