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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

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FROM: FAS-T CORP. AGENTS, INC.
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NAME: OCEAN WONDERS SEAFOOD, INC.

AUDIT NUMBER.....H97000012366

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

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ARTICLES OF INCORPORATION
OF
OCEAN WONDERS SEAFOOD, INC.

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All the undersigned, hereby associate together for the purpose of becoming a corporation under the Laws of the State of Florida, by and under the provision of the Laws of said State providing for the information, liabilities rights, privileges and immunities of a corporation for profit.

ARTICLE I
NAME, ADDRESS AND AGENT

The name of this corporation shall be: OCEAN WONDERS SEAFOOD, INC. here and after referred to as the corporation its principal office shall be located at: 4995 n.w. 72 Ave. Suite 201 , Miami, Florida 33166. Its Registered agent shall be: Armando L. Ramirez

ARTICLE II
NATURE OF BUSINESS

Section 1. The general nature of the business and objects and purposes to be transacted, promoted and carried on are to do any and all things herein after mentioned, as fully and to the same extent as natural persons might of could, viz.

A.- To carry on business in the United States of North America or any foreign Country or Countries, to buy, sell, export, lease, sublease, hold, procure, transport, manufacture, acquire and deal generally, both in wholesale and retail, in goods and services of all types, both as principal, and/ or agent in any part of the world.

B.- To purchase, sell , trade, Import and Export machinery, parts and supplies in the United States of North America or any foreign Country or Countries.

Prepared by:
Y&A Professional Service, Inc.
(305) 592-4072
4995 N.W. 72 AVE SUITE 201
MIAMI, FL. 33166

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**ARTICLE III
CAPITAL STOCK**

The capital stock of the Corporation upon commencing business operation shall consist of ONE HUNDRED (100) shares of \$ 10.00 dollars per value for Incorporation purposes, each share will have a nominal value set at TEN DOLLARS (\$10.00) per share as consideration. Said shares of common stock to have \$ 10.00 as per value, all shares to be issued fully paid and non assessable, the capital stock of this corporation may be paid in lawful money of the U.S.A. in property, labor or services at a fair and just valuation to be fixed by the stockholder or by the Board of Directors. Determination of just value fixed by the Board of Directors is to be conclusive proof of said value.

**ARTICLE IV
INITIAL CAPITAL**

The amount of capital with which the Corporation shall begin business shall not be less than ONE THOUSAND DOLLARS (1000.00)

**ARTICLE V
TERM OF EXISTENCE**

The Corporation shall have perpetual existence.-----

**ARTICLE VI
BOARD OF DIRECTORS**

The Board of Directors shall consist of not less than (2) persons.

**ARTICLE VII
INITIAL DIRECTORS AND OFFICERS**

The name and address of the first Board of Director who are subject to the provisions of these articles of Incorporation, the By-laws and the act of the legislature approved June 1, 1925, and the acts amendatory thereto, shall hold office for the first year of the corporation's existence, or until their successors are elected and shall have qualified are the following.-----

NAME	ADDRESS	TITLE
ARMANDO L. RAMIREZ	13626 S.W. 102 Terrace Miami, Fl. 33186	PRESIDENT
CARLOS A. PARDO	11036 Blue Coral Drive	VICE-PRESIDENT

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YOLANDA JARAMILLO	Boca Raton, Fl. 33498 20414 S.W. 84 Avenue Miami, Fl. 33189	SECRETARY
MARIA F. RAMIREZ	13626 S.W. 102 Terrace Miami. Fl. 3318	DIRECTOR
DORA N. PARDO	11036 Blue Coral Drive Boca Raton, Fl. 33498	DIRECTOR

ARTICLE VIII
SUBSCRIBERS

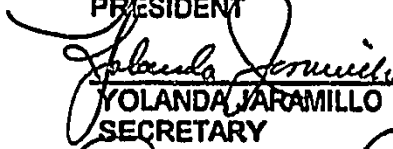
NAME	TITLE	SHARES
ARMANDO L. RAMIREZ	PRESIDENT	33.34%
CARLOS A. PARDO	VICE-PRESIDENT	33.33%
YOLANDA JARAMILLO	SECRETARY	33.33%
MARIA F. RAMIREZ	DIRECTOR	-0-
DORA N. PARDO	DIRECTOR	-0-

ARTICLE IX
BY-LAWS

The regulation of the business and the conduct of the affair of the corporation and the provision creating and limiting the power of the corporation, the directors and the stockholders or any class of stockholders of the corporation, shall be controlled by the By-laws which shall be adopted by stockholders of the corporation as soon as practicable after the corporation shall be formed which said By-laws may from time to time and whenever be necessary by amended by the Board of Directors of the Corporation

IN WITNESS WHEREOF, The undersigned have made and signed these Articles of incorporation at Miami, Florida County of Dade.-----


ARMANDO L. RAMIREZ
PRESIDENT


YOLANDA JARAMILLO
SECRETARY


DORA N. PARDO
DIRECTOR


CARLOS A. PARDO
VICE-PRESIDENT


MARIA F. RAMIREZ
DIRECTOR

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE**

Pursuant to the provisions 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:

OCEAN WONDERS SEAFOOD, INC.

2.- The name and address of the registered agent and office is:

ARMANDO L. RAMIREZ
4995 N.W. 72AVE SUITE #201
MIAMI, FL. 33166

Signature: _____

ARMANDO L. RAMIREZ
President

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 PROPERTY AND COMPLETE PERFORMANCE OF MY DUTIES AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

ARMANDO L. RAMIREZ
Registered Agent

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