

January 29, 1998

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

Ref: INTERSEAFOODS, INC.

Dear Sir/Madam:

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 the Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Sincerely yours,



ROBERTO CACCIOLATO

INTERSEAFOODS, INC.  
7700 No. Kendall Drive, Ste. 304  
Miami, FL 33156  
Tel: (305) 275-1000

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

of

INTERSEA FOODS, INC.

(name of corporation)

The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

ARTICLE I - CORPORATE NAME

The name of the corporation is:

INTERSEA FOODS, 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 100 shares of common stock, par value \$ 1.00 per share.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and, if different, the mailing address is:

STREET ADDRESS	<u>7700 NO. KENDALL DR., STE 304</u>		
CITY	<u>MIAMI</u>	FLORIDA	ZIP <u>33156</u>

Mailing address, if different

STREET ADDRESS			
CITY		FLORIDA	ZIP

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the name of the initial registered agent at the office is:

NAME	<u>RICHARD D. LOTHARIUS</u>		
ADDRESS	<u>1390 SO. DIXIE HWY, STE 2205</u>		
CITY	<u>CORAL GABLES</u>	FLORIDA	ZIP <u>33146</u>

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TALLAHASSEE, FLORIDA

### ARTICLE VII - 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:

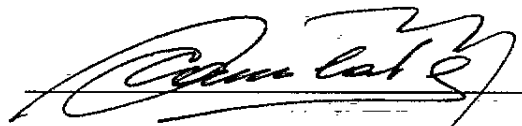
NAME	<u>ROBERTO CACCIOLATO</u>		
ADDRESS	<u>7700 NO. KENDALL DR., STE 304</u>		
CITY	<u>MIAMI</u>	STATE	<u>FL</u> ZIP <u>33156</u>
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

### ARTICLE VIII - INCORPORATORS

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

NAME	<u>ROBERTO CACCIOLATO</u>		
ADDRESS	<u>7700 NO. KENDALL DR., STE 304</u>		
CITY	<u>MIAMI</u>	STATE	<u>FL</u> ZIP <u>33156</u>
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

The undersigned incorporator(s) have executed these Articles of Incorporation this 29TH day of JANUARY, 19 98.

 (Signature)

\_\_\_\_\_ (Signature)

\_\_\_\_\_ (Signature)

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/ REGISTERED OFFICE

INTERSEAFOODS, INC.

(name of corporation)

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

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

at

1390 SO. DIXIE HWY, STE 2205

CORAL GABLES, FL 33146

has named

RICHARD D. LOTHARIUS

located at the aforesaid address, as its registered agent to accept service of process with the state.

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TALLAHASSEE, FLORIDA

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 proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

[Signature]  
(Signature)

1/29/98  
(Date)