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January 16, 1998

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Secretary of State
State of Florida
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: GNF SEAFOOD, INC.

Dear Sir:

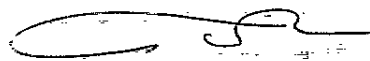
Enclosed herein please find the original and one copy of the Articles of Incorporation for filing with the Secretary of State regarding the above referenced corporation. Also enclosed is this firm's check in the amount of \$122.50, representing the following fees:

1. Filing Fee	\$35.00
2. Designation of Registered Agent	35.00
3. Certified copy of Articles	<u>52.50</u>
	\$122.50

Once the Articles of Incorporation has been duly filed, please return a certified copy to my attention.

Thank you for your assistance in this matter. If you have any questions, please do not hesitate to contact our office.

Very truly yours,



Thomas P. Page

TPP/dms

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TA-4/3/98

ARTICLES OF INCORPORATION

OF

GNF SEAFOOD, INC.

ARTICLE I

The name of this Corporation is GNF SEAFOOD, INC..

ARTICLE II

The Corporation may engage in any and all lawful businesses for which corporations may be incorporated under Chapter 607, Florida Statutes. While pursuing its purposes, the Corporation may exercise the powers granted now or in the future by Chapter 607, Florida Statutes, and by common law.

ARTICLE III

The aggregate number of shares which the Corporation shall have the authority to issue shall be 100 shares of common stock. Each of such shares shall have a par value of \$1.00 per share.

ARTICLE IV

The street address of the place of business of the Corporation is 4651 36th Street, #200, Orlando, Florida 32811. The address of the initial registered office maintained pursuant to Section 607.0501 F.S. is 4651 36th Street, #200, Orlando, Florida 32811, and the name of the Corporation's initial registered agent to receive service of process is Eng Kian Lim.

ARTICLE V

The number of Directors constituting the initial Board of Directors is one (1). The number of Directors may be changed by Resolution of the Directors as provided in the Bylaws.

The name and address of the person who is to serve as Director is:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name
ENG KIAN LIM

Address
4651 36th Street, #200
Orlando, Florida 32811

ARTICLE VI

The name and address of the incorporator is Eng Kian Lim, 4651 36th Street, #200, Orlando, Florida 32811.

ARTICLE VII

It is the intention of the Corporation to indemnify its officers, directors, employees, and agents to the extent permitted by Section 607.0850, Florida Statutes.

ARTICLE VIII

The Corporation, its shareholders, or any combination of the Corporation and its shareholders, may enter into agreements limiting or restricting free transfer of shares of its capital stock. Any such agreements will be valid and enforceable among the parties to such agreements, and when the existence of such agreement is noted on the face or on the back of certificates representing any such shares, such agreement will be binding and enforceable upon any transferee or successor of any party to such agreement.

DATED: December 31, 1997.


ENG KIAN LIM

STATE OF FLORIDA
COUNTY OF OCEAN

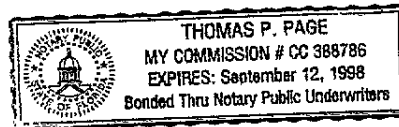
The foregoing instrument was acknowledged before me this 31 day of December 1997, by ENG KIAN LIM, as President, of GNF SEAFOOD, INC., a Florida corporation, on behalf of the corporation. He is personally known to me or has produced Driver's license (type of identification) as identification and did (did not) take an oath.

Name: [Signature]

(Notary Public)

(AFFIX NOTARY SEAL)

My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING THE AGENT UPON
WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That GNF SEAFOOD, INC. desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at Orlando, Orange County, State of Florida, has named ENG KIAN LIM as its agent to accept service of process within the State.

ACKNOWLEDGMENT

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.

ENG KIAN LIM, Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA