CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

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| | Art of Inc. File |
| | LTD Partnership File |
| | Foreign Corp. File |
| | L.C. File |
| | Fictitious Name File |
| | Trade/Service Mark |
| | Merger File |
| | Art. of Amend. File |
| | RA Resignation |
| | Dissolution / Withdrawal |
| | Annual Report / Reinstatement |
| | Cert. Copy |
| | Photo Copy |
| | Certificate of Good Standing |
| | Certificate of Status |
| | Certificate of Fictitious Name |
| | Corp Record Search |
| | Officer Search |
| | Corp Record Search Officer Search Fictitious Search |
| g: | Fictitious Owner Search |
| Signature | Vehicle Search |
| | Driving Record |
| Requested by: | UCC 1 or 3 File |
| <u> </u> | UCC 11 Search |
| Name Date Time | |
| Walk-In Will Pick Up | UCC 11 Retrieval |

SECRETARY OF STATE

ARTICLES OF INCORPORATION

OF

98 JUN -3 PM 3:00

FISH DEPOT U.S.A., INC.

ARTICLE I. CORPORATE NAME.

The name of this corporation is FISH DEPOT U.S.A., INC..

ARTICLE II. PRINCIPAL OFFICE.

The principal place of business and mailing address of this corporation are 7900 Sequioa Lane, Parkland, Florida 33067.

ARTICLE III. CAPITAL STOCK.

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 500.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE.

The name and address of the initial registered agent are Victor Feinstein, 7900 Sequoia Lane, Parkland, Florida 33067

ARTICLE V. INCORPORATORS.

The name and street address of the incorporator to these articles of incorporation is:

Victor Feinstein 7900 Seguoia Lane Parkland, Florida 33067

FILED SECRETARY OF STATE SIVISION OF CORPORATIONS

Designation and Acceptance of Registered Agent for a Florida Corporation

98 JUN -3 PM 3:00

Pursuant to the provisions of F.S. 607.0501, 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 FISH DEPOT U.S.A., INC..
- 2. The name of the registered agent is Victor Feinstein.
- 3. The address of the registered agent/registered office is 7900 Sequoia Lane, Parkland, Florida 33067.

Acceptance

Having been named as registered agent and designated to accept service of process for the above corporation, 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.

Victor Feinstein

Date: 33, 2, 1998.