

TRANSMITTAL LETTER

P98000099894

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

SUBJECT:

Osceola Tropical Fish Farm, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00 Filing Fee
☐ \$78.75 Filing Fee & Certificate of Status

☐ \$78.75 Filing Fee & Certified Copy
☐ \$87.50 Filing Fee, Certified Copy & Certificate of Status

ADDITIONAL COPY REQUIRED

FROM: James Henderson
1999 Turnberry Drive
Oviedo, FL 32765

City, State & Zip

Daytime Telephone number

Dmc
12-1-98

EFFECTIVE DATE
11-18-98

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 NOV 23 AM 10:54

FILED

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
OF A
CORPORATION FOR PROFIT

FILED

98 NOV 23 AM 10:54

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article 1 Corporate Data:

A. Name And Address Of Corporation:

Osceola Tropical Fish Farm, Inc.
1999 Turnberry Drive
Oviedo, Fl 32765

EFFECTIVE DATE

11-18-98

B. Authorized Shares (Number of shares and par value per share)
(1000) One Thousand Shares With a par value of (1.00)
per share.

C. Registered Agent And Registered Office Address:

James Randall Henderson
1999 Turnberry Drive
Oviedo, Fl 32765

D. Name And Address Of Incorporators and Subscribers:

James Randall Henderson
1999 Turnberry Drive
Oviedo, Fl 32765

J Ronald Henderson
1276 S Chickasaw Trail
Orlando, Fl 32825

E. Name And Address Of Initial Board Of Directors:

James Randall Henderson
1999 Turnberry Drive
Oviedo, Fl 32765

J Ronald Henderson
1276 S Chickasaw Trail
Orlando, Fl. 32825

Article 2 Address of Corporation:

The Address of this corporation is set forth in paragraph
A of article 1. Such address may be changed from time to
time as the stockholders deem appropriate.

Article 3 Authorized Shares Of Stock:

A. The maximum number of authorized shares of stock which this
corporation is authorized to issue and have outstanding at
any one time, and the par value of each share, is set forth in
paragraph B of article 1.

B. All or any portion of the authorized shares of stock may be issued for cash or any tangible or intangible property, services actually performed, or any other rights or thing having a value at least equivalent to the full value of the stock to be issued. Neither promissory notes nor future services shall constitute partial or full payment for the issuance of such shares. All issued shares shall be deemed to be fully paid and non assessable.

C. The shareholders shall be the sole judges of the value of any property, right or thing acquired in exchange for shares of stock and their judgement shall be conclusive.

D. Notwithstanding the foregoing, stockholders shall have the right to increase the amount of authorized shares of stock either with or without nominal or par value and to provide, in event of such increase, the designation, preference, voting powers and restrictions, and or qualifications of voting powers, on such additional stock as may be specified by the Stockholders.

Article 4 Designation of registered Agent: The name and address of the person designated to accept service of process on behalf of this corporation within the state of Florida is set forth in article 1.

Article 5 Incorporator and Subscriber: The name and address of the incorporator and subscriber to these articles of incorporation is set forth in Paragraph D of article 1.

Article 6 Corporate Powers: This corporation shall have all the powers conferred upon general corporations as per statues of the state of Florida.

Article 7 Corporate Purpose: The purpose of which this corporation is being organized is to engage in any activity or business permitted under the laws of the State of Florida.

Article 8 Stated Capital: The stated capital of this Corp. shall be the sum of the following.

A- The par value of all shares of this corp. having A par value that have been issued and not cancelled.

B- The amount of the consideration received by the corp. for all shares of the corporation without par value that have been issued, except such part that have been allocated to capital surplus.

C- Such amounts not included in paragraph A and B above that has not been transferred to stated capital of the corporation,

Article 9 Term Of Existence: This corporation shall have perpetual existance and shall commence its existence on the date these articles of Incorporation are subscribed and acknowledged.

ARTICLE 10 - AMENDMENT TO ARTICLES: These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved at a meeting of the stockholders by a majority of the stock entitled to vote thereon, provided that all of the stockholders may sign a written statement manifesting their unanimous intention that a certain amendment of these Articles of Incorporation be made without having a meeting for said purposes.

ARTICLE 11 - COPIES OF ARTICLES: Multiple executed copies of these Articles of Incorporation have been published as executed. All such executed copies shall be deemed to be original copies of these Articles of Incorporation.

ARTICLE 12 - STOCKHOLDERS ACTING IN LIEU OF DIRECTORS:

A. The business of this corporation shall be conducted by the stockholders acting as, or in lieu of, directors. Accordingly, all of the stockholders shall be deemed to be directors of this corporation when their purchase of stock has been recorded in the stock ledger of this corporation and shall collectively constitute the board of directors. Any action required or permitted by the laws of Florida, when such action is required to be performed by directors, shall be taken by the stockholders.

B. Initially, this corporation shall have the number of directors set forth in Paragraph E of ARTICLE 1 who shall hold the organizational meeting of this corporation or, in lieu thereof, may otherwise approve and ratify the actions of the Incorporator and Subscriber who may conduct each organizational meeting.

C. Any action of the stockholders may be taken without a formal meeting if consent, in writing, setting forth the action taken is signed by all stockholders entitled to vote on the same if a meeting had been held. Said consent shall be filed with the Secretary of the corporation as a part of the corporate records. Such written consent shall have the force and effect of a unanimous vote of the stockholders.

D. In addition to the stockholders, the business of this corporation shall be conducted by such officers as may be determined to be necessary or advisable for the needs of the corporation and as set forth in By-Laws of this corporation.

E. The stockholders of this corporation may include in any agreement which they may make among themselves, the following matters as valid matters of agreement.

(1) Any limitations of the transferability of assignment of the stock of this corporation held by prospective stockholders.

(2) Limitations upon the pledging, devising and bequeathing of stock of this corporation.

(3) All other matters permitted by the laws of the State of Florida.

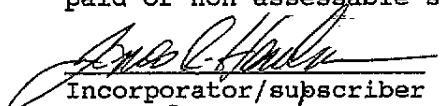
F. The stockholders shall have the right to issue unissued or treasury shares of this corporation for securities of this corporation convertible into a right to subscribe or acquire shares of this corporation and containing such conditions or rights, including preemptive rights, as the stockholders may direct.

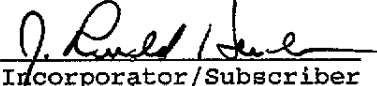
1. Any limitations of this corporation transferability of assignment of the stock of this corporation held by prospective stockholders
2. Limitations upon the pledging, devising and bequeathing of stock of the corporation.
3. All other matters permitted by the laws of the state of Florida.

F. The stockholders shall have the right to issue unissued or treasury shares of this corporation for securities of this corporation convertible into a right to subscribe or acquire shares of this corporation and containing such conditions or rights, including preemptive rights, as the stockholders may direct.

G. The stockholders shall have the power to adopt, alter, amend or repeal the by-laws of this corporation. The by-laws may contain any provision for the regulation and management of the affairs of this corporation not inconsistent with law or these articles of incorporation.

H. The stockholders may approve the reasonable charges and expenses of incorporating this corporation, including attorneys fees and cost, and the reasonable expenses of compensation for the sale or underwriting of the shares of this corporation. The same may be allowed to be paid out of the consideration received by the corporation for the issuance of the shares without thereby impairing the fully paid or non assessable status of such shares.


Incorporator/subscriber


Incorporator/Subscriber

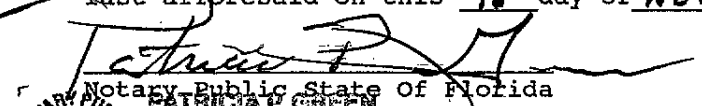
State Of Florida

County Of ORANGE

ACKNOWLEDGEMENT

Before Me, The undersigned authority, personally appeared the Incorporators/Subscribers, all known to me to be the individuals described in and who executed the foregoing articles of incorporation and said person acknowledged subscribing said instrument for the purpose set forth herein.

Witness my official hand and seal in the county and state last aforesaid on this 18 day of NOV 19 98


Notary Public State Of Florida
PATRICIA P. GREEN
My Commission Expires
EXPIRES JUL 28, 1999
BONDED THRU
ATLANTIC BONDING CO. INC.

I Hereby accept designation as registered agent of this Corporation and agree to comply with all provisions of the law relating to registered agents.


Registered Agent