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ACCOUNT NO. : 072100000032

REFERENCE : 123884 9453A

AUTHORIZATION :

Patricia Pignatelli

COST LIMIT : \$ 78.75

ORDER DATE : February 4, 1999

ORDER TIME : 11:58 AM

ORDER NO. : 123884-005

900002764819--6

CUSTOMER NO: 9453A

CUSTOMER: Steven Jones, Esq
LARSON AND JONES
LARSON AND JONES
Suite 216
9999 N.e. 2nd Avenue
Miami Shores, FL 33138

DOMESTIC FILING

NAME: ARRECIFES SEA FOOD, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Lamm

EXAMINER'S INITIALS:

JP 2/4/99

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB -4 PM 5:44

DIVISION OF CORPORATION

99 FEB -4 PM 12:53

RECEIVED

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be **ARRECIFES SEA FOOD, INC.**

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be **8699 BISCAYNE BOULEVARD, MIAMI, FL 33138.**

ARTICLE III - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is **100 shares, \$10.00 par value.**

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

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

STEVEN L. JONES, 9999 NE 2ND AVENUE, SUITE 216, MIAMI SHORES, FLORIDA 33138

ARTICLE V - PURPOSE AND EXISTENCE

This Corporation is being formed to conduct such business and engage in any activity that is lawful under the laws of the State of Florida and the United States of America, and its existence shall be perpetual.

ARTICLE VI - INITIAL DIRECTORS AND OFFICERS

The initial director(s) and officer(s) of the Corporation shall be:

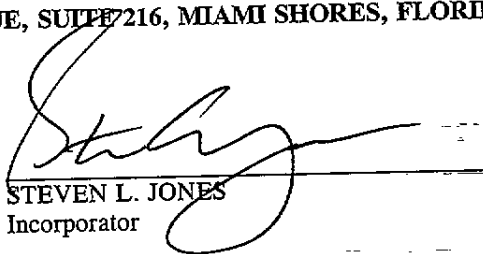
GERARDO A. LOPEZ, 8699 BISCAYNE BOULEVARD, MIAMI, FL 33138

ARTICLE VII - INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation are:

STEVEN L. JONES, 9999 NE 2ND AVENUE, SUITE 216, MIAMI SHORES, FLORIDA 33138

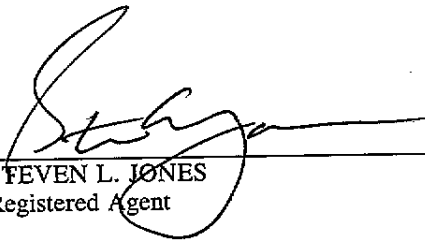
Dated this February 3, 1999.


STEVEN L. JONES
Incorporator

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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.

Dated this February 3, 1999.



STEVEN L. JONES
Registered Agent

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