

P9900029289

1830 E. Colonial Drive, Suite C
Orlando, Florida 32803
(407) 894-3544

FILED
99 MAR 26 AM 10:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

February 10, 1999

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122.50 *78.75

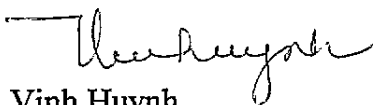
Florida Secretary of State
Division of Corporation
409 E. Gaines Street
Tallahassee, Florida 32399

Dear Sir or Madam:

Enclosed for filing are two copies of Articles of Incorporation for Ocean Blue Aquarium II, Inc., a Florida corporation, along with the check in the amount of \$122.50 to cover the cost of filing these Articles.

Please return one certified copy to the undersigned. If there are any questions, please contact me immediately. Thank you.

Very truly yours,



Vinh Huynh
AF/mw
Enclosures

PH
3/31/99✓

**ARTICLES OF INCORPORATION
OF
OCEAN BLUE AQUARIUM II, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the law of Florida, adopts the following Articles of Incorporation.

Article I

Name: The name of the corporation is Ocean Blue Aquarium II, Inc.

Article II

Duration: This corporation shall exist perpetually.

Article III

Purposes: This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States and the State of Florida.

Article IV

Capital Stock: The maximum shares of stock which this corporation is authorized to have outstanding at anyone time are 10,000 shares of common stock having par value of \$10.00 and 100 shares of stock preferred as to dividends having a par value of \$100.00 per share.

Article V

Principal Place of Business: The address of the principal place of business of the corporation is:
1830 E. Colonial Drive, Suite C
Orlando, FL 32803

Article VI

Initial Registered Office & Agent:

The street address of the initial registered office of this corporation is 1830 E. Colonial Drive, Suite C, Orlando, FL 32803, and the name of the initial registered agent of this corporation at that address is Vinh Huynh.

Article VII

Directors: Section 6.1 Number.

This corporation shall have one director initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

Section 6.2 Initial Directors.

The name and the street address of the initial director of the corporation are:

Name

Vinh Huynh

Address

1830 E. Colonial Drive, Suite C
Orlando, FL 32803

Article VIII

Incorporators:

The name and the street address of the incorporator of this corporation are:

Name

Vinh Huynh

Address

1830 E. Colonial Drive, Suite C
Orlando, FL 32803

Article IX

Amendment:

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator have executed these articles of
Incorporation this 25 day of MAR, 1999

Vinh Huynh
Vinh Huynh

STATE OF FLORIDA

COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 24 day of
MARCH, 1999

Jose N Gomez
Notary Public, State of Florida
My Commission Expires:

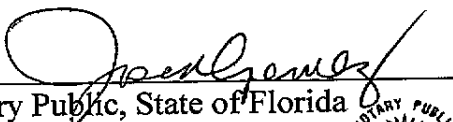


JOSE N GOMEZ
My Commission CC565656
Expires Jun 23, 2000

STATE OF FLORIDA

COUNTY OF Orange

The foregoing instrument was acknowledged before me this 24 day of March, 1999.



Notary Public, State of Florida
My Commission Expires: _____



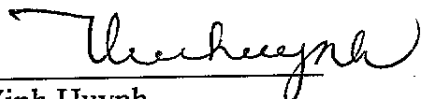
JOSE N GOMEZ
My Commission CC565658
Expires Jun 23, 2000

**CERTIFICATE DESIGNATING REGISTERED OFFICE AND
REGISTER AGENT AND STREET ADDRESS FOR THE SERVICE OF
PROCESS**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

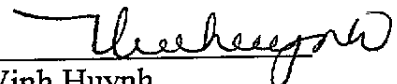
In compliance with the Florida Statutes Section 48.091, 607.034, the following is submitted:

Ocean Blue Aquarium II, Inc., desiring to organize or qualify under the laws of the State of Florida hereby Vinh Huynh designates as its registered agent to accept service in process within the State of Florida and the address of its registered office shall be 1830 E. Colonial Drive, Suite C, Orlando, Florida 32803.


Vinh Huynh

Date: MAR. 24. 99

Having been named to accept services of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Vinh Huynh

Date: MAR. 24. 99

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TALLAHASSEE, FLORIDA