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Romano & Associates, P.A.
Attorneys at Law

7301 West Palmetto Pk. Road
Suite 207-A
Boca Raton, FL 33433
(561) 347-7100

FILED

99 DEC -3 PM 12:38

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dec 1, 1999

Please file & send a certified
copy to my office in the enclosed
self-addressed envelope.

Enclosed is the fee \$78.75

Jay Romano

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D. BROWN DEC. - 7 1999

**ARTICLES OF INCORPORATION
OF
SeaCrop, Inc.**

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TALLAHASSEE, FLORIDA

The undersigned acting as incorporator of a corporation pursuant to chapter 607, Florida Statutes, adopts the following Articles of Incorporation:

**ARTICLE I
Name**

The name of the corporation shall be: **SeaCrop, Inc.**

**ARTICLE II
Principal place of business and mailing address**

The principal place of business and mailing address of this corporation shall be:
13727 S.W. 152nd Street
Suite 299
Miami, FL 33177

and the mailing address of the corporation shall be the same.

**ARTICLE III
Purpose**

The specific purpose for which the corporation is organized is:

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other State, Country, territory or nation.

**ARTICLE IV
Manner of election of directors**

The manner in which the directors are elected or appointed is as follows:

Directors will be chosen by the Board of Directors and the initial Articles will be filed with only with one Director, Arnold E. Kortejarvi and he will be the only current member on the Board of Directors until this Corporation's first meeting.

**ARTICLE V
Initial registered agent and street address**

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

Romano & Associates, P.A.
Attorneys at Law
7301 West Palmetto Park Road
Suite 207-A
Boca Raton, FL 33433
(561) 347-7100

ARTICLE VI Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is Twenty Million Shares of common stock having \$.0001 par value per share.

ARTICLE VII Incorporators

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

Arnold E. Kortejarvi
13727 S.W. 152nd Street
Suite 299
Miami, FL 33177

The undersigned incorporator has executed these Articles of Incorporation this 1st day of December, 1999.

Signature of Incorporator:

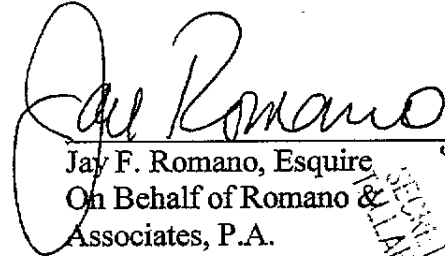


Arnold E. Kortejarvi

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

The Law Firm of Romano & Associates, P.A., located at
7301 West Palmetto Park Road, Suite 207-A, Boca Raton, Florida 33433, (561) 347-7100

and having been designated as the Registered Agent in the above and foregoing Articles familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.


Jay F. Romano, Esquire
On Behalf of Romano &
Associates, P.A.

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