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Corp. I.D. # 129160

State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE
CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RI 02903-1335

BUSINESS CORPORATION

**ARTICLES OF INCORPORATION
(To Be Filed in Duplicate Original)**

The undersigned acting as incorporator(s) of a corporation under Chapter 7-1.1 of the General Laws, 1956, as amended, adopt(s) the following Articles of Incorporation for such corporation:

1. The name of the corporation is Lobster.com/Interactive, Inc.

(This is a close corporation pursuant to §7-1.1-51 of the General Laws, 1956, as amended) (strike if inapplicable)

2. The period of its duration is perpetual.

3. The specific purpose or purposes for which the corporation is organized are:

(i) to purchase, market, distribute and sell seafood and seafood-related products, including but not limited to lobster and other shellfish, at wholesale and retail, and in general to engage in the business of selling seafood and seafood-related products; and further

(ii) to engage in any endeavors related directly or indirectly thereto; and further

(iii) to transact any other lawful activity or business in which corporations may be engaged under the Rhode Island Business Corporation Act, as in effect from time to time.

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4. The aggregate number of shares which the corporation shall have authority to issue is:

(a) *If only one class:* Total number of shares 4,000 Common no par value.

(If the authorized shares are to consist of one class only state the par value of such shares or statement that all of such shares are to be without par value.)

or

(b) *If more than one class:* Total number of shares:

(State (A) the number of shares of each class thereof that are to have a par value and the par value of each share of each such class, and/or (B) the number of such shares that are to be without par value, and (C) a statement of all or any of the designations and powers, preferences and rights, including voting rights, and the qualifications, limitations or restrictions thereof, which are permitted by the provisions of Chapter 7-1.1 of the General Laws in respect of any class or classes of stock of the corporation and the fixing of which by the articles of association is desired and an express grant of such authority as it may then be desired to grant to the board of directors to fix by vote or votes any thereof that may be desired but which shall not be fixed by the articles.)

N/A

5. Provisions (if any) dealing with the preemptive right of shareholders pursuant to Section 7-1.1-24 of the General Laws, 1956, as amended:

None

6. Provisions (if any) for the regulation of the internal affairs of the corporation:

A director of the corporation, if there be any, or a stockholder acting in a capacity of a director (hereinafter called a "director") will not be personally liable to the corporation or its stockholders for monetary damages for breach of the director's duty as a director, except for liability (i) for any breach of the director's duty of loyalty to the corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of the law, (iii) imposed pursuant to the provisions of R.I.G.L. Section 7-1.1-43, as amended from time to time, or (iv) for any transaction from which the director derived an improper personal benefit. If the Rhode Island Business Corporation Act is amended to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the corporation will be eliminated or limited to the fullest extent permitted by the Rhode Island Business Corporation Act, as amended. Any repeal or modification of the provisions of this Article by the corporation will not adversely affect any right or protection of a director of the corporation existing at the time of such repeal or modification.

7. The address of the initial registered office of the corporation is 10 Weybosset Street, 10th Floor, Providence, Rhode Island 02903, and the name of its initial registered agent at such address is Susan Leach DeBlasio.

8. The number of directors constituting the initial board of directors of the corporation is 1 and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and shall qualify are:

(If this is a close corporation pursuant to Section 7-1.1-51 of the General Laws, 1956, as amended, and there shall be no board of directors, state the titles of the initial officers of the corporation and the names and addresses of the persons who are to serve as officers until the first annual meeting of shareholders or until their successors be elected and qualify.)

Title	Name	Address
Director	Andrew Rock	150 Chestnut Street, Providence, RI 02903

9. The name and address of each incorporator is:

Name:

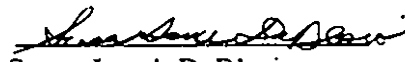
Address:

Susan Leach DeBlasio

10 Weybosset Street, Providence, RI 02903


10. Date when corporate existence to begin: upon filing.

Dated: January 6, 2003


Susan Leach DeBlasio
Incorporator

State of Rhode Island
County of

In the City of Providence, on this 6th day of January, A.D. 2003 personally appeared before me Susan Leach DeBlasio each and all known to me and known by me to be the parties executing the foregoing instrument, and they severally acknowledged said instrument by them subscribed to be their free act and deed.


Notary Public

Esther E. Stone
My commission expires: 7-1-05