

P02000055795
TRANSMITTAL LETTER

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

FILED STATE
SECRETARY OF FLORIDA
TALLAHASSEE, FLORIDA
02 MAY 17 PM 6:42

SUBJECT: Fishermen's Concepts INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)
DBA - TEAM Berkeley

Enclosed are 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: DAVID LAWRENCE 600005430766--9
Name (Printed or typed) -05/02/02--01043--011
*****87.50 *****87.50

4373 Mercantile Ave
Address

NAPLES, FL 34104
City, State & Zip

239-643-9988
Daytime Telephone number

FAX - 239-643-9986

E-MAIL - TEAMBERLEY@AOL.COM

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

~~213166~~

F. GESSER MAY 20



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 8, 2002

DAVID LAWRENCE
4373 MERCANTILE AVE
NAPLES, FL 34104

SUBJECT: FISHERMEN'S CONCEPTS INC.
Ref. Number: W02000013166

We have received your document for FISHERMEN'S CONCEPTS INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Corporations may file using only the corporate name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing the enclosed application and submitting the appropriate fees to this office.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6904.

Freida Chesser
Corporate Specialist
New Filings Section

Letter Number: 502A00028777

**ARTICLES OF INCORPORATION
FOR: FISHERMEN'S CONCEPTS, INC.**

Article I – Name

The name of the Corporation will be Fishermen's Concepts Inc.

Article II -Nature of Business

The Corporation may engage in any activity or business permitted under the laws of the United States, the State of Florida.

Article III – Principal Location of Business

The principal location of the business will be Collier, County, Naples, Florida.
The Physical Location is 4373 Mercantile Avenue, Naples, Florida – 34104 – 239-643-9988 &
Fax – 239-643-9986

Article IV- Issuance of Stock

Capital Stock will be issued in the amount of 100,000 Shares with a par value of \$5.00 per share

Article V – Term of Existence

This Corporation is to exist perpetually.

VI – First Right of Refusal

No shares of stock may be sold, bartered, offered as collateral or otherwise encumbered without 100% unanimous Board Approval. The Corporation retains first right for any transaction for purposes of the stock which has been issued or stock to be issued.

Article VII – Directors

This Corporation has three Directors initially and this number may be increased or diminished from time to time per appropriate board meeting and through by-laws adopted by Stockholders

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Fishermen's Concepts, Inc.

Article VIII– Initial Board of Directors

Names of the Initial Board of Directors are as follows:

Alese Lawrence – 100% - Majority Stockholder/Secretary and Treasurer - Director
David Lawrence – President/CEO/General Manager – Director
5357 14th Avenue, S.W.
Naples, Florida 34119

C.M. Monahan – Director/Consultant & Acting Vice President/Director of Marketing
Suite # 586
3823 East Tamiami Trail
Naples, Florida 34112

Capt. Fred Lifton
Suite # 586
3823 East Tamiami Trail
Naples, Florida 34112

Article IX – Name of Incorporator

David Lawrence
5357 14th Ave., South West
Naples, Florida 34112
239-450-5122

Article X – Section 1244 “STOCK”

Other than as previously designated, the Board of Directors is authorized to issue Section 1244 Stock, as defined by Section 1244 of the Internal Revenue Service Code as the same may be amended accordingly at any time.

Article XI – Registered Agent

The Registered Agent for purposes of requirement will be David Lawrence, 5537 14th Avenue, S.W. Naples, and Florida 34112 - 239-450-5122

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UNANMIOUS CONSENT OF THE INITIAL BOARD OF DIRECTORS

The undersigned, knowing and being fully aware of all ramifications, hereby adopt and approve the following resolutions;

A – The Corporation will operate and function as a “ Chapter C” entity.

**B – Officers & Directors – Approved per Article XIII –
With exception – Capt. Fred Lifton is hereby listed as an alternate Officer & Director while retaining full voting rights.**

C – Banking – Any and all banking requirements are hereby authorized including but limited to a General Operation Account for day-to-day purposes plus an additional account is to be opened used solely for purposes of meeting tax escrow requirements or timely transmission of monies due to IRS and the State of Florida under the schedules required by law.

D – Fictitious Name Certificate – By unanimous consent and approval, as soon as possible, the appropriate and required documents will be filed to allow transactions and business to be conducted under the Name of “Team Berley”

E – All day-to-day business will be handled as agreed among all principals including but not limited to making any and all decisions

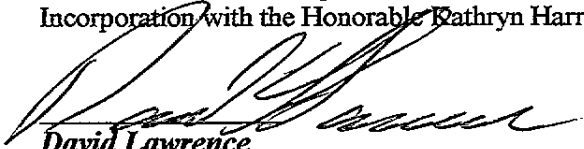
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Article XII – Amendment to these initial Articles

These articles, in accordance with Florida laws governing such matters may be altered, changed, re-assigned or otherwise revised given the authority of the full Board only after and upon unanimous consent and subject to reservation and confirmation. The Full Board and all interested parties will meet no later than June 15th, 2002 to discuss further amendments.

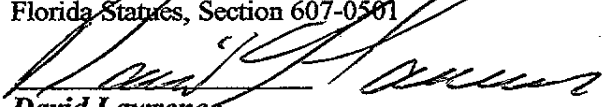
Article XIII Effective Date of Incorporation

The existence of this corporation shall commence on the date of filing of these Articles of Incorporation with the Honorable Kathryn Harris, Secretary of State, Florida.


David Lawrence
Incorporator

REGISTERED AGENT'S ACCEPTANCE

The undersigned, by execution hereof, hereby accepts any and all duties, responsibilities and jobs related to the duties of the Registered Agent for Fishermen's Concepts, in accordance with Florida Statutes, Section 607-0501


David Lawrence
REGISTERED AGENT

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