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Fax Number : (850) 205-0383

From:
Account Name : FLORIDA INCORPORATORS, INC.
Account Number : 075350000473
Phone : (305) 379-7907
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DIVISION OF CORPORATIONS

LIMITED LIABILITY COMPANY

Sunstate Tackle Distributors LLC

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**ARTICLES OF ORGANIZATION FOR
Sunstate Tackle Distributors LLC
A FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I - Name:

The name of the Limited Liability Company is:

Sunstate Tackle Distributors LLC

ARTICLE II - Mailing and Street Address:

The mailing and street address of the Limited Liability Company is:

**Sunstate Tackle Distributors LLC
13415 Susan Drive
Hudson, FL 34667**

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be:

30 years

**FLORIDA INCORPORATORS, INC.
8875 Hidden River Pkwy, Ste 300 1
Tampa, FL 33637
(813) 632-7882**

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ARTICLE IV - Management:

The Limited Liability Company is to be managed by its members who shall be empowered to act on behalf of the Limited Liability Company, and the name and address of the Managing Member is:

Stuart Boyd
13415 Susan Drive
Hudson, FL 34667

Managing Member

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ARTICLE V - Admission of Additional Members:

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be:

The remaining members may admit additional members upon the majority vote of the remaining members consenting to the admission of the additional member.

ARTICLE VI - Members Rights to Continue Business:

The right of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be:

The remaining members have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited

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liability company upon the majority vote of the remaining members.

ARTICLE VII - Registered Agent:

The initial registered agent and registered office of the limited liability company shall be:

Stuart Boyd
13415 Susan Drive
Hudson, FL 34667

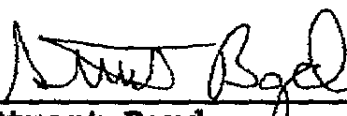
DATED: May 27, 2005



Stuart Boyd
Authorized Representative

ACCEPTANCE OF REGISTERED AGENT

I hereby declare I am familiar with and accept the duties and responsibilities as registered agent of the limited liability company.



Stuart Boyd

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