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(Requestor's Name)

(Address)

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(Business Entity Name)

PI-27320

(Document Number)

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Certificates of Status

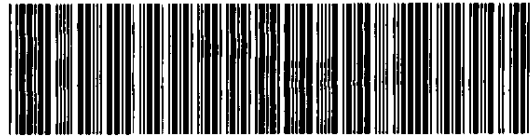
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2010 JUN 14 PM 3:07

FILED

Michael Piazza
TOP ANGLER TACKLE COMPANY, LLC
3217 N. 12th Street
Tampa, Florida 33603
(813) 748-8544
michael@piazzaservices.com

June 9, 2010

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

FILED
2010 JUN 14 PM 3:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: Top Angler Tackle Company, LLC

Dear Sir/Madam:

Enclosed please find a Certificate of Conversion and Articles of Organization for Top Angler Tackle Company, LLC. Also enclosed is a check in the amount of \$150.00 (*\$25 for the Conversion and \$125 for the Articles of Organization*) to cover the cost of converting an "Other Business Entity" into a "Florida Limited Liability Company" and filing the Articles of Organization.

All correspondence relating to the above referenced entity should be sent to the address listed above. Should you have any questions or need additional information, please do not hesitate to give me a call.

Sincerely,


Michael Piazza

Enclosures:

Certificate of Conversion
Articles of Organization

Certificate of Conversion
For
"Other Business Entity"
Into
Florida Limited Liability Company

This Certificate of Conversion and attached Articles of Organization are submitted to convert the following "Other Business Entity" into a Florida Limited Liability Company in accordance with s.608.439, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

Top Angler Tackle Company, Inc.

2. The "Other Business Entity" is a corporation organized, formed and incorporated under the laws of the State of Florida on March 29, 2010.


3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization:

Top Angler Tackle Company, LLC

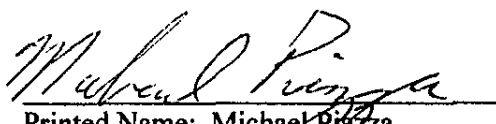
4. The effective date will be upon the filing with the Department of State of the Certificate of Conversion to a limited liability company and the attached Articles of Organization.

Signed this 27th day of May, 2010.

Signature of Member of Limited Liability Company:


Printed Name: Michael Piazza
Title: Member

Signature on behalf of Other Business Entity:


Printed Name: Michael Piazza
Title: Director

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CLERK OF STATE
TALLAHASSEE, FLORIDA

FILED

**ARTICLES OF ORGANIZATION
OF
TOP ANGLER TACKLE COMPANY, LLC**

FILED
2010 JUN 14 PM 3:07
TALAMON & SUTHERLAND
TALLAHASSEE, FLORIDA

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a Limited Liability Company under the laws of the State of Florida do set forth the following:

1. Name. The name of this limited liability company is TOP ANGLER TACKLE COMPANY, LLC (the "Company"), and it shall be formed as a limited liability company under Chapter 608 of the laws of the State of Florida.

2. Duration. The Company shall exist from the date of filing of these Articles of Organization with the Florida Secretary of State, and the Company's existence shall be perpetual.

3. Purpose. The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of Florida.

4. Place of Business. The mailing address and street address of the Company's principal office is 3712 N. 12th Street, Tampa, Florida, 33603.

5. Registered Agent and Office. The name of the initial registered agent of the Company is Michael Piazza. The address of the initial registered agent and registered office of the Company is 3712 N. 12th Street, Tampa, Florida, 33603.

6. Management of the Company. The Company shall be managed by a Manager in accordance with an Operating Agreement adopted by the members.

7. Operating Agreement. The member(s) shall have the power to adopt, alter, amend, or repeal the Operating Agreement of the Company containing provisions for the regulation and management of the affairs of the Company.

The undersigned executed these Articles of Organization on the 27th day of May, 2010.

MEMBER:

By: Michael Piazza
Michael Piazza

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

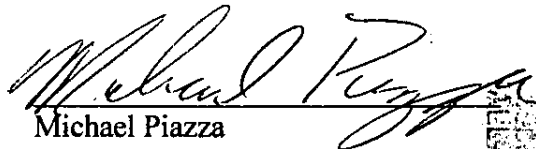
**CERTIFICATION OF DESIGNATION
OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: **TOP ANGLER TACKLE COMPANY, LLC**

2. The name and address of the registered agent and registered office is: **Michael Piazza, 3712 N. 12th Street, Tampa, Florida, 33603.**

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in its capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Michael Piazza

Dated: May 27, 2010

CLERK OF COURT
JUDICIAL CIRCUIT IN AND FOR
THE COUNTY OF HILLSBORO
FLORIDA

2010 JUN 14 PM 3:07

FILED