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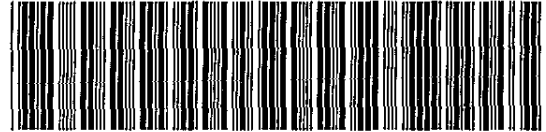
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ACCOUNT NO. : 072100000032

REFERENCE : 037736 4326591

AUTHORIZATION :

*Patricia Pijute*

*Patricia Pijute*

COST LIMIT : \$ 70.00

ORDER DATE : April 14, 2003

ORDER TIME : 1:44 PM

ORDER NO. : 037736-005

CUSTOMER NO: 4326591

CUSTOMER: Dale W. Vash, Esq  
Fowler White Boggs Banker P.A.

Suite 1700  
501 East Kennedy Boulevard  
Tampa, FL 33602

DOMESTIC FILING

NAME: GATOR CUTLERY CLUB, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Kimberly Moret - EXT. 1149

EXAMINER'S INITIALS: \_\_\_\_\_

**ARTICLES OF INCORPORATION  
OF  
GATOR CUTLERY CLUB, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation not for profit under Chapter 617 of the Statutes of the State of Florida.

**ARTICLE I - NAME**

The name of the corporation shall be Gator Cutlery Club, Inc.

**ARTICLE II - ADDRESS**

The address of the principal office of the corporation and the mailing address of the corporation is 4011-B N. Forbes Road, Plant City, Florida 33565.

**ARTICLE III - DURATION**

The existence of the corporation shall commence as of the date of the filing of these Articles with the Florida Department of State and shall thereafter exist perpetually unless sooner dissolved according to law.

**ARTICLE IV - PURPOSE**

This is a non-stock, non-profit corporation. The purposes for which this corporation is organized are:

- (a) To establish a permanent organization in the State of Florida for the promotion of fellowship among and the mutual benefit of persons interested in the collection and preservation of all types of knives and cutlery.
- (b) To operate exclusively for pleasure, recreation, and other nonprofit purposes. No part of any net earnings shall inure to the benefit of any member, director, or officer of the corporation.
- (c) To have and exercise all powers conferred upon not for profit corporations under the laws of the State of Florida generally, and specifically as provided in Section 617.0302 of the Florida Statutes.

**ARTICLE V - MEMBERSHIP**

The conditions, qualifications, manner of admission and rights of the members shall be stated in the corporation's bylaws.

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The name and street address of the initial registered agent of the corporation is Daniel E. Piergallini, 4011-B N. Forbes Road, Plant City, Florida 33565.

#### **ARTICLE VII - BOARD OF DIRECTORS**

The affairs of the corporation shall be managed by a Board of Directors. The number of directors shall never be less than three. The number and manner of selection or appointment of the directors shall be set forth in the corporation's bylaws.

#### **ARTICLE VIII - OFFICERS**

The officers of this corporation shall be a President, a Vice-President, a Secretary and a Treasurer and such other officers as shall be provided for in the bylaws of the corporation. Multiple offices may be held by the same person. The manner of filling vacancies in the offices shall be provided for in the corporation's bylaws.

#### **ARTICLE IX - INCORPORATOR**

The powers of the incorporator are to terminate upon the filing of these Articles of Incorporation. The name and address of the incorporator of these Articles of Incorporation is Daniel E. Piergallini, 4011-B N. Forbes Road, Plant City, Florida 33565.

#### **ARTICLE X - BYLAWS**

The bylaws of the corporation shall be adopted by the directors at the organizational meeting of the corporation. The bylaws may be amended or rescinded, in whole or in part, by the directors in the manner as provided for in the corporation's bylaws.

#### **ARTICLE XI - DISTRIBUTIONS AND DISSOLUTION**

No dividends shall be paid, and no part of the corporation's income shall be distributed to its members, directors or officers; however the corporation may pay reasonable compensation for services rendered by its members, officers or directors. The corporation may be dissolved only by a two-thirds (2/3) vote of the entire membership of the corporation or as otherwise provided by law. Upon dissolution of the corporation, the directors shall, after paying or making provisions for the payment of all liabilities of the corporation, dispose of all of the assets of the corporation to a non-profit organization exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

#### **ARTICLE XII - AMENDMENTS TO ARTICLES**

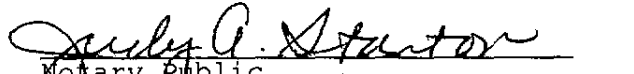
Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors and presented to a quorum of the voting members for their vote. Amendments may be adopted by a vote of at least two-thirds (2/3) of a quorum of the voting members of the corporation.

IN WITNESS WHEREOF, the undersigned, as incorporator, hereby executes these Articles of Incorporation this 10<sup>th</sup> day of April, 2003.

  
DANIEL E. PIERGALLINI

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 10<sup>th</sup> day of April, 2003 by Daniel E. Piergallini, as the acting incorporator of Gator Cutlery Club, Inc. He is personally known to me or has produced \_\_\_\_\_ as identification and did not take an oath.


  
Notary Public  
Print Name Judy A. Stanton  
My Commission Expires:



Judy A. Stanton  
Commission # GC 897936  
Expires Jan. 8, 2004  
Bonded Thru  
Atlantic Bonding Co., Inc.

**ACCEPTANCE BY REGISTERED AGENT**

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS 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.

  
DANIEL E. PIERGALLINI  
REGISTERED AGENT

Date: 4/10/03

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