

No 5000003951

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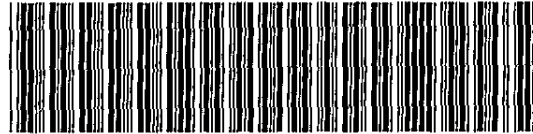
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04/19/05--01002--007 \*\*78.75

RECEIVED  
APR 19 2005  
8:50  
FBI  
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CB4-19  
W05-17225

*Law Office of  
Jamie B. Greusel, Esquire  
1104 North Collier Boulevard  
Marco Island, FL 34145  
239-394-8111*

Jamie B. Greusel  
Licensed in FL and NJ

March 29, 2005

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

Re: Marco Island Flyrodders, Inc.

Gentlemen/Ladies:

Enclosed are two original Articles of Incorporation and Certificate Designating Registered Agent and Place of Business or Domicile for the Service of Process within Florida, and Acceptance of Agent Upon Whom Process may be Served for the corporation referenced above and a check in the amount of \$78.75 to be credited as follows:

\$35.00 Filing fee  
\$35.00 Registered Agent Designation  
\$ 8.75 Certified copy  
\$78.75

Kindly file the original and return a certified copy to our office.

Sincerely,

  
Jamie B. Greusel

JBG/jjs  
Enclosure

ltrstate



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

April 5, 2005

JAMIE B. GREUSEL, ESQ.  
1104 N COLLIER BLVD  
MARCO ISLAND, FL 34145

SUBJECT: MARCO ISLAND FLYRODDERS, INC.  
Ref. Number: W05000017225

We have received your document for MARCO ISLAND FLYRODDERS, INC.. However, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$78.75. Your document will be retained in our pending file.

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) 245-6925.

Cynthia Blalock  
Document Specialist  
New Filings Section

Letter Number: 705A00023130

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05 APR 18 PM 11:25

APPROVED  
AND  
FILED

05 APR 18 AM 8:51

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator to these Articles of Incorporation, being competent to contract, hereby states the desire to form a corporation not-for-profit under the laws of the State of Florida.

ARTICLES OF INCORPORATION  
OF  
MARCO ISLAND FLYRODDERS, INC.

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation not for profit under Chapter 617, laws of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation not for profit.

ARTICLE I  
NAME OF CORPORATION

The name of the corporation is MARCO ISLAND FLYRODDERS, INC.

ARTICLE II  
PURPOSE

The purpose for which MARCO ISLAND FLYRODDERS, INC. is organized is exclusively for not-for-profit purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1986 and any corresponding provision of any future United States Internal Revenue law to wit promotion of fly fishing.

Notwithstanding any other provision of these Articles, this organization shall not

carry on any activities not permitted to be carried on by an organization exempt from Federal Income Tax under Section 501 (c)(7) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

### ARTICLE III TERM OF EXISTENCE

The existence of the corporation shall date from the approval of this Charter by the Secretary of state of Florida, and shall continue in perpetuity. If, for any reason, the corporation shall cease to exist as a legal entity, and its charter shall expire or be terminated, the property both real and personal owned by the corporation shall be sold and all proceeds shall be donated to one or more non-profit charitable organizations under the laws of the State of Florida which themselves are exempt as organizations described in Section 501(c) (3) and 170 (c) (2) of the Internal Revenue Code of 1954 or corresponding sections or any prior or future law, or to the Federal, State or local government for exclusive public purpose.

### ARTICLE IV MEMBERSHIP

Any person or persons interested in the promotion of fly fishing.

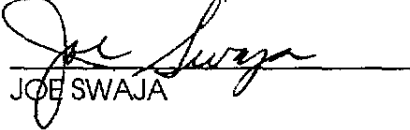
ARTICLE V  
ADDRESS

The initial address of the principal office of this corporation is 90 Copperfield Court, Marco Island, Florida 34145. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VI  
SUBSCRIBERS

The name and street address of the subscriber and incorporator of these

Articles of Incorporation is:

  
JOE SWAJA

90 Copperfield Court  
Marco Island, FL 34145

ARTICLE VII  
OFFICERS

The affairs of the corporation shall be managed by a President, Treasurer and Secretary. Each of said officers shall be elected by the Board of Directors for one year and all terms of office shall be for one year. The past President shall serve as an ex-officio member of the Board of Directors.

ARTICLE VIII  
DIRECTORS

This corporation shall have three directors initially. The number of directors, may, from time to time, be increased by By-Laws adopted by the

Board of Directors and shall serve as officers until the first election. Directors shall be elected or appointed as provided for in the By-Laws.

1. Joseph Swaja  
460 Battersea Court  
Marco Island, FL 34145
2. Robert Prestily  
90 Copperfield Court  
Marco Island, FL 34145
3. Michael Cooper  
611 Palm Ave.  
Marco Island, FL 34145

#### ARTICLE IX BY-LAWS

By-Laws of the corporation shall be adopted by the Board of Directors and may be amended or rescinded by the Board of Directors.

#### ARTICLE X AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the stockholders and all the directors sign a written statement manifesting their intentions that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI

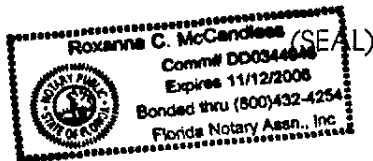
This corporation is organized under a non-stock basis.

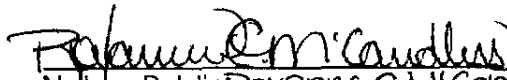
IN WITNESS WHEREOF, my hand and seal at Marco Island, Collier County,  
Florida this 20<sup>th</sup> day of February, 2005.

  
JOSEPH SWAJA

COUNTY OF COLLIER  
STATE OF FLORIDA

The foregoing instrument was acknowledged before me this 20<sup>th</sup> day of February, 2005 by JOSEPH SWAJA who is personally known to me or who has produced \_\_\_\_\_ (type of identification) as identification and who did (did not) take an oath.



  
Notary Public Roxanne C. McCandless  
(typed name)  
My Commission Expires: 11/12/08  
Commission # \_\_\_\_\_

APPROVED  
AND  
FILED

05 APR 18 AM 8:51

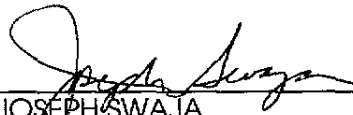
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING REGISTERED AGENT AND PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF  
AGENT UPON WHOM PROCESS MAY BE SERVED**

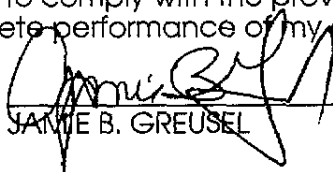
In compliance with Section 48.091 and 617, Florida Statutes the following is  
submitted:

MARCO ISLAND FLYRODDERS, INC. desiring to organize or qualify under the laws  
of the State of Florida, with its principal place of business at 90 Copperfield  
Court, Marco Island, Florida 34145, has named Jamie B. Greusel 1104 N. Collier  
Blvd., Marco Island, Florida 34145 as its agent to accept service of process within  
Florida.

Date: 2/25/05

  
JOSEPH SWAJA

Having been named to accept Service of Process for the above stated  
corporation, at the place designated in this certificate, I hereby agree to act in  
this capacity, and I further agree to comply with the provisions of all statutes  
relative to the proper and complete performance of my duties.

  
JAMIE B. GREUSEL

This instrument prepared by:

LAW OFFICE OF JAMIE B. GREUSEL  
1104 N. Collier Blvd.  
Marco Island, Florida 34145  
(239) 394-8111