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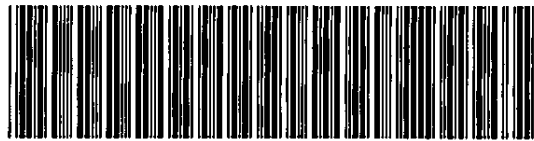
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2007 MAY -2 PM 3:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CL. 5-3

LAW OFFICES
**WARCHOL, MERCHANT, ROLLINGS,
BUCKLEY & POHL, L.L.P.**

A FLORIDA LIMITED LIABILITY PARTNERSHIP
FEIN 59-2851736

MARTHA S. WARCHOL
WILLIAM C. MERCHANT
Certified Circuit Court Mediator
Court Appointed Arbitrator
HARVEY ROLLINGS
Certified Circuit Court Mediator
J. PATRICK BUCKLEY
MICHAEL A. POHL
MARK A. HOROWITZ
CHARLES C. JONES
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April 24, 2007

Department of State
Division of Corporations
Corporate Filings
2661 Executive Center Circle West
Tallahassee, Florida 32301

Re: Articles of Incorporation, Xtreme Adaptive Fishing, Inc.

Dear Secretary:

Enclosed, please find the Articles of Incorporation for Xtreme Adaptive Fishing, Inc. Check number 17463 in the amount of \$70.00 has been enclosed for the filing fee. Please feel free to contact me should you have any questions.

Sincerely,

Martha S. Warchol *"Dictated but not read. Signed in her absence to avoid delay."*
J. Patrick Buckley
JPB/jlb
Enclosure

ARTICLES OF INCORPORATION
OF
XTREME ADAPTIVE FISHING, INC.
(A Corporation Not for Profit)

FILED
2007 MAY -2 PM 3:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, with other persons being desirous of forming a corporation for charitable and philanthropic purposes, under the provisions of Chapter 617 of the Florida Statutes, hereby adopt the following Articles of Incorporation:

ARTICLE I

Name

The name of this corporation is XTREME ADAPTIVE FISHING, INC.

ARTICLE II

Location

The location of this corporation shall be at 1719 S.W. 34th Street, Cape Coral, Florida, 33914.

ARTICLE III

Purposes

The corporation is organized exclusively for charitable, educational, and informational purposes. In particular the corporation may engage in any and all activities related to enabling physically and/or mentally challenged persons to participate in sport fishing on boats, adaptive kayaking, and related recreational activities.

ARTICLE IV

Members

The membership of this corporation shall constitute all persons hereinafter named as incorporators, directors and officers.

ARTICLE V

Incorporators

The name and residence of the incorporator is:

K. Scott Straub

1719 S.W. 34th Street

Cape Coral, FL 33914

ARTICLE VI

Officers

Section 1. The officers of the corporation shall be a President, a Vice President, a Secretary, a Treasurer, and such other officers as may be provided in the Bylaws.

Section 2. The names of the persons who are to serve as officers of the corporation until the first meeting of the Board of Directors are:

NAME

K. Scott Straub, President, Vice President,
Treasurer and Secretary
1719 S.W. 34th Street
Cape Coral, FL 33914

Section 3. The officers shall be elected at the annual meeting of the Board of Directors or as provided in the Bylaws.

ARTICLE VII

Board of Directors

Section 1. The business affairs of this corporation shall be managed by the Board of Directors. This corporation shall have three (3) directors initially, who shall be elected annually at such time as specified in the Bylaws. The number of directors may be increased from time to time, by the Bylaws, but shall never be less than three.

Section 2. The Board of Directors shall be members of the corporation.

Section 3. Members of the Board of Directors shall be elected and hold office in accordance with the ByLaws.

Section 4. The names and addresses of the persons who are to serve as directors for the ensuing year, or until the first annual meeting of the corporation, are:

<u>NAME</u>	<u>ADDRESS</u>
David A. Dean	3825 S.W. 4th Lane, Cape Coral, FL 33991
Ann Edwards	3351 Marina Town Lane, Suite 300, North Fort Myers, FL 33903
George Wright	954 Ridgeway, North Fort Myers, FL 33903

ARTICLE VIII

Registered Agent

The street address of the initial registered office of this corporation is 1719 S.W. 34th Street, Cape Coral, FL 33914, and the name of the initial registered agent of this corporation at that address is K. Scott Straub.

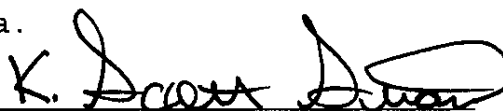
ARTICLE IX

Notwithstanding any other provision of these articles, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal Income Tax under section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue law) or (b) by an organization contributions to which are deductible under section 170(c)(2) of the internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue law).

Upon the dissolution of this organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code (or corresponding

section of any future tax code), or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed by the Circuit Court of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, we, the undersigned subscribing incorporators, have hereunto set our hands and seals this 13th day of April, 2007, for the purpose of forming this corporation not for profit under laws of the State of Florida.


K. Scott Straub

STATE OF FLORIDA

COUNTY OF LEE

The foregoing instrument was acknowledged before me this 13th day of April, 2007 by K. Scott Straub, who is personally known to me or who has produced his driver license as identification, who did not take an oath and who made and subscribed to the foregoing Articles of Incorporation, and certifies and acknowledges that she made and executed said certificate for the use and purposes therein expressed.


Print Name: MARTHA S. WARCHOL

My Commission expires:



In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance, with said Act:

First that XTREME ADAPTIVE FISHING, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at City of Cape Coral, County of Lee, State of Florida, has named K. Scott Straub, located at 1719 S.W. 34th Street Cape Coral, FL 33914 as its agent to accept service of process within this State.

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By K. Scott Straub
K. Scott Straub
Registered Agent

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2007 MAY -2 PM 3:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA