

70000021828



ACCOUNT NO. : 072100000032

REFERENCE : 602804 9666A

AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$ 70.00

ORDER DATE : February 25, 2000

ORDER TIME : 3:34 PM

ORDER NO. : 602804-005

CUSTOMER NO: 9666A

CUSTOMER: Ms. Gail Taylor
HART & GRAY
HART & GRAY
P. O. Box 3310

Ocala, FL 34478-3310

RECEIVED
00 FEB 25 PM 3:53
DEPARTMENT OF REVENUE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: ADVENTURE OUTFITTERS, INC.

7000003148687---4

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini

EXAMINER'S INITIALS:

703

1000-5295

g 3/2/00

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 FEB 25 PM 1:28



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 FEB 25 PM 1:28

February 28, 2000

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: ADVENTURE OUTFITTERS, INC.
Ref. Number: W00000005295

RESUBMIT
Please give original
submission date as file date.

We have received your document for ADVENTURE OUTFITTERS, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

Article VII states there will be THREE director(s), whereas ONE is/are listed.

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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 600A00010644

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 MAR -2 AM 9:49

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ARTICLES OF INCORPORATION
OF
ADVENTURE OUTFITTERS, INC.

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DIVISION OF CORPORATIONS
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ARTICLE I.

1.01 **Name and Address.** The name of the Corporation is **Adventure Outfitters, Inc.**, and the mailing address of the Corporation is 2331 NW 13th Street, Gainesville, Florida 32601.

ARTICLE II.

2.01 **Duration.** The period of duration of the Corporation is perpetual.

ARTICLE III.

3.01 **Powers.** The Corporation is organized for the purposes of transacting any and all useful business.

3.02 **Authority of Directors.** The board, subject to any specific written limitations or restrictions imposed by law or by these Articles, shall direct the carrying out of the purposes and exercise the powers of the Corporation without previous authorization or subsequent approval by the shareholders of the Corporation.

ARTICLE IV.

4.01 **Stock Certificates.** Certificates of stock shall be signed by the President or the Vice-President, jointly with the Secretary and the seal of the Corporation shall be impressed thereon.

4.02 Number of Authorized Shares. The aggregate number of shares that the Corporation shall have authority to issue is 5,000 shares of common stock with par value of \$1.00 per share.

4.03 Pre-Emptive Right. The holders of shares of this Corporation shall have pre-emptive rights to purchase any shares of the Corporation hereafter issued or any security exchangeable for or convertible into such shares or any warrants or other instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares.

4.04 Shares Not in Classes. The shares of the Corporation are not to be divided into classes.

ARTICLE V.

5.01 Cumulative Voting. At all elections of Directors of this Corporation, each shareholder shall be entitled to as many votes as shall equal the number of votes which (except for these provisions as to cumulative voting) he would be entitled to count for the election of Directors with respect to his shares and multiplied by the number of Directors to be elected, and he may count all such votes for a single director, or may distribute them among the number to be voted for, or any two or more of them as he may see fit.

ARTICLE VI.

6.01 Bylaws. The power to adopt, alter or repeal Bylaws shall be vested in the Board of Directors, except where the shareholders specifically provide in any Bylaw made by them that such Bylaws shall not be altered, amended or repealed by the Board.

6.02 Removal of Directors. At a special meeting of the shareholders called expressly for that purpose, directors may be removed in the manner provided by the Bylaws.

6.03 Amendment of Articles of Incorporation. The Corporation reserves the right to amend the Articles in any manner now or hereafter permitted by the law, as provided by the Bylaws.

ARTICLE VII.

7.01 Organizing Director. The initial Board of Directors shall consist of one _____
(1) Director(s). The number of Directors may be either increased or diminished from time to time by the Bylaws. The name and address of the initial Director of this Corporation is:

<u>Name</u>	<u>Address</u>
Bryce W. Ackerman	Post Office Box 3310 Ocala, Florida 34478

ARTICLE VIII.

8.01 Registered Agent and Registered Office. The name and address of the initial Registered Agent of the Corporation is Bryce W. Ackerman, 125 Northwest First Avenue, Suite 1, Ocala, Florida 34470.

ARTICLE IX.

9.01 Incorporators. The name and address of the person signing these Articles is Bryce W. Ackerman, whose mailing address is Post Office Box 3310, Ocala, Florida 34478.

ARTICLE X.

10.01 Subchapter "S" Corporation. The Corporation is authorized to issue only one (1) class of stock, and all issued stock shall be held of record by not more than thirty-five (35) persons. Stock will be issued and transferred only to (a) natural persons, (b) estates, or (c) a trust as described in 25 USCS, §1361, as amended January 1, 1983, and as amended in 1988 by PL100-647, defined a qualified "*Small Business Corporation*". In addition, no stock shall be issued or transferred to a nonresident alien.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles this 24 day of February 2000.


Bryce W. Ackerman

**STATE OF FLORIDA
COUNTY OF MARION**

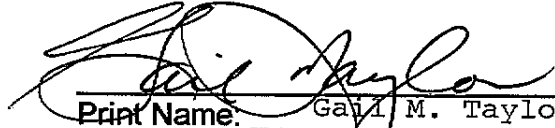
BEFORE ME, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared Bryce W. Ackerman known to me and known by me to be the person who executed the foregoing Articles of Incorporation

and acknowledged to me that he executed the same freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official seal this 24 day of February, 2000



GAIL M TAYLOR
My Commission CC537110
Expires Mar. 04, 2000


Print Name: Gail M. Taylor
Notary Public, State of Florida
Commission No.: CC537110
My Commission Expires: 03/04/00

CERTIFICATE OF ACCEPTANCE BY REGISTERED AGENT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 FEB 25 PM 1:28

Bryce W. Ackerman, whose address is 125 Northwest First Avenue, Suite 1, Ocala, Florida 34470, is the initial registered agent named in the Articles of Incorporation to accept service of process for **Adventure Outfitters, Inc.**, a corporation organized under the laws of the State of Florida, hereby accepts such appointment as registered agent at the place designated in this certificate.

DATED this 24th day of February, 2000.


Bryce W. Ackerman