

BOTTOM LINE ACCOUNTING & TAX SERVICES, INC.

MEMBER OF NATIONAL SOCIETY OF PUBLIC ACCOUNTANTS
Established 1989

11319 Mellow Court
West Palm Beach, FL. 33411
PH. (561) 795-2244
FAX (561) 792-5387

PO0000045944

May 1, 2000

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Fl. 32314

RE: Outdoor Destinations Unlimited, INC.
(proposed corporate name)

To Whom It May Concern:

I recently submitted incorporation paperwork on the above referenced proposed corporate name, but inadvertently omitted the \$70.00 fee. Please find enclosed the \$70.00 fee. Please match this up with the other paperwork that was submitted and process the incorporation as soon as possible.

FILED
00 MAY -4 AM 9:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I apologize for any inconvenience this may have caused. Thank you in advance for your help and your prompt attention concerning this matter.

Sincerely,

100003239631--8
-05/04/00--01067--005
*****70.00 *****70.00

Rene Wertheimer

**Rene' Wertheimer
President**

Rene GAVE
AUTHORIZATION BY PHONE TO
CORRECT Corp Name
DATE 5/9/00
DOC. EXAM Bo

~~11790~~

5-9
AC

ARTICLES OF INCORPORATION

OF

OUTDOOR DESTINATIONS UNLIMITED, INC.

WE, the undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate ourselves in the formation of a corporation under the laws of the State of Florida, pursuant to the provisions of Chapter 608, Florida Statutes.

FILED
00 MAY -4 AM 9:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - CORPORATE NAME

The name of this corporation shall be:

OUTDOOR DESTINATIONS UNLIMITED, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

**P.O. Box 22185
West Palm Beach, Fl. 33422**

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: one hundred (100) shares of stock at any one time. The shares of stock authorized shall have a par value of One Dollar (\$1.00) per share.

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is: Steve Spell, 1481 S. Military Trail, West Palm Beach, Florida 33415.

ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have Two (2) initial directors. The number of directors or officers may be increased or decreased from time to time as provided by the Corporation's By-Laws, but shall never be less than One (1). The name and mailing address of the initial Director(s) of this Corporation is:

Steve Spell
President, Director
P.O. Box 22185
West Palm Beach, Fl. 33422

Micheline Bennis
Vice President, Director
P.O. Box 22185
West Palm Beach, Fl. 33422

ARTICLE VI - INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are)

Steve Spell
President, Director
P.O. Box 22185
West Palm Beach, Fl. 33422

Micheline Bennis
Vice President, Director
P.O. Box 22185
West Palm Beach, Fl. 33422

The incorporators shall hold the title and have the duties of: President & Vice President, until such time other person(s) are duly elected by the Board of Directors. The number and par value of shares the subscribers agrees to take, is (100%) 100 shares of capital stock at \$1.00 par value.

<u>STOCK HOLDER</u>	<u>NUMBER OF SHARES</u>	<u>PERCENTAGE</u>
Steve Spell	50 Fifty	50%
Micheline Bennis	50 Fifty	50%

ARTICLE VII - AMENDMENTS

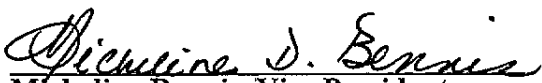
These Articles of Incorporation may be amended in the manner provided by the laws of the State of Florida. Every amendment shall be approved by the Board of Directors proposed by them to the stockholders and approved at a stockholders meeting by the majority of the stockholders or directors entitled to vote thereon.

ARTICLE VII - EXECUTION

IN WITNESS WHEREOF, the undersigned being the Incorporators and Subscriber to the capital stock, for the purpose of forming a "For Profit" Corporation, does hereby subscribe, acknowledge and file this document hereby declaring the facts herein stated are true and the subscriber respectfully agrees to take the number of shares of capital stock set forth herein, is hereby executing these Articles of Incorporation of Outdoor Destinations Unlimited this 1st day of May, 2000.



Steve Spell, President,
Director



Micheline Bennis, Vice President,
Director

FILED
00 MAY -4 AM 9:53
SECRETARY OF STATE
TALLAHASSEE, FL 32310

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

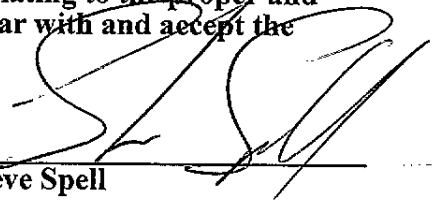
Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

OUTDOOR DESTINATIONS UNLIMITED, INC.

The name of the corporation is _____ The following person, Steve Spell, is hereby named as Registered Agent for this Corporation to be its agent and to accept service of process within the State of Florida at;

1481 S. Military Trail
West Palm Beach, Florida 33415

Having been named as Registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept 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 for my position as registered agent.

SIGNATURE 
Steve Spell

DATE 5/1/00