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August 28, 2000

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Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

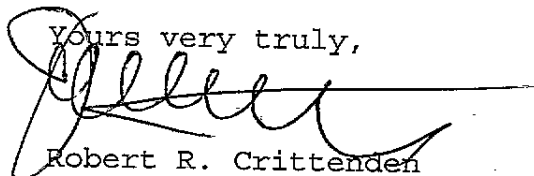
Gentlemen:

Re: WATER'S EDGE BAIT AND TACKLE, INC.

I enclose herewith original and one copy of Articles of Incorporation of WATER'S EDGE BAIT AND TACKLE, INC., together with check for \$70.00, representing your filing fee.

If you find these papers in order, please file the original, and return a stamped copy to me. Thank you.

Yours very truly,


Robert R. Crittenden

RRC/pt
Encs.

cc: Mr. M. Pate Snively
Ms. Charlotte M. Liberio
Mr. and Mrs. Robert Wemple

FILED
00 AUG 30 AM 9:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



ARTICLES OF INCORPORATION
OF
WATER'S EDGE BAIT AND TACKLE, INC.

FILED

00 AUG 30 AM 9:33

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I. NAME.

The name of this corporation shall be: WATER'S EDGE BAIT AND TACKLE, INC.

ARTICLE II. PRINCIPAL OFFICE.

The principal place of business and mailing address of the corporation shall be 10730 Camp Mack Road, Lake Wales, Florida 33853.

ARTICLE II SHARES.

The number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares of common stock having \$1.00 par value per share.

ARTICLE V. INITIAL REGISTERED AGENT AND STREET ADDRESS.

The name and Florida street address of the initial agent are:

M. Pate Snively, 10730 Camp Mack Road, Lake Wales, Florida 33853

ARTICLE VII. INCORPORATOR.

The name and post office address of the incorporators to these Articles of Incorporation, are:

Phyllis Wemple, 3853 Lee Avenue, Lake Wales, Florida 33853;
Robert Wemple, 3853 Lee Avenue, Lake Wales, Florida 33853; and
Charlotte Marie Liberio, 2925 Mar Lisa Cove, Lake Wales, FL 33853.

Phyllis Wemple
Phyllis Wemple, Incorporator

Date: 8-25-00

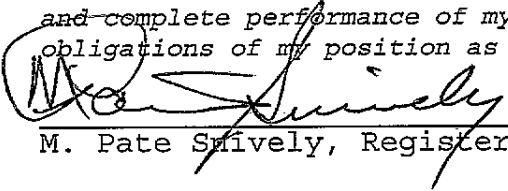
Robert E. Wemple
Robert Wemple, Incorporator

Date: 8-25-00

Charlotte M. Liberio
Charlotte Marie Liberio, Incorporator

Date: 8-25-00

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 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.


M. Pate Shively, Registered Agent

Date:

8-25-00

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00 AUG 30 AM 9:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA