

701000040535

April 18, 2001

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

600004036626--6
-04/20/01--01117--002
*****78.75 *****78.75

RE: Cool Change Fishing, Inc.

EFFECTIVE DATE

05/01/01

To Whom It May Concern:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$78.75.

This represents the cost of the Filing fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Sincerely,

Daryl L. Simeon
Cindy Lee Simeon

Cool Change Fishing, Inc.

1120 Petronia Street
Key West, FL 33040
305-296-2021

01 APR 20 AM 9:59
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

4/20/01

ARTICLES OF INCORPORATION

FILED

of

01 APR 20 AM 9:59

Cool Change Fishing, Inc.

(name of corporation)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Cool Change Fishing, Inc.

EFFECTIVE DATE

05/01/01

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 1000 shares of common stock, par value \$ 1.00 per share.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and, if different, the mailing address is:

STREET ADDRESS	<u>1120 Petronia Street</u>		
CITY	<u>Key West</u>	FLORIDA	ZIP <u>33040</u>
Mailing address, if different			
STREET ADDRESS	<u>Same</u>		
CITY	<u>Key West</u>	FLORIDA	ZIP <u>33040</u>

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the name of the initial registered agent at the office is:

NAME	<u>Cindy Lee Simeon</u>		
ADDRESS	<u>1120 Petronia Street</u>		
CITY	<u>Key West</u>	FLORIDA	ZIP <u>33040</u>

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows: effective May 1, 2001

NAME	<u>Daryl L. Simeon</u>		
ADDRESS	<u>1120 Petronia St.</u>		
CITY	<u>Key West</u>	STATE <u>Florida</u>	ZIP <u>33040</u>
NAME	<u>Cindy Lee Simeon</u>		
ADDRESS	<u>1120 Petronia St.</u>		
CITY	<u>Key West</u>	STATE <u>Florida</u>	ZIP <u>33040</u>
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VIII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	<u>Daryl L. Simeon</u>		
ADDRESS	<u>1120 Petronia St.</u>		
CITY	<u>Key West</u>	STATE <u>Florida</u>	ZIP <u>33040</u>
NAME	<u>Cindy Lee Simeon</u>		
ADDRESS	<u>1120 Petronia St.</u>		
CITY	<u>Key West</u>	STATE <u>Florida</u>	ZIP <u>33040</u>
NAME			
ADDRESS			
CITY		STATE	ZIP

The undersigned incorporator(s) have executed these Articles of Incorporation this 18 day of April, 2001

To be Effective May 1, 2001

Daryl L. Simeon (Signature)
Cindy Lee Simeon (Signature)
 _____ (Signature)

Cool Change Fishing, Inc.
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 1120 Petronia St.

Key West, Florida 33040

has named Cindy Lee Simeon

located at the aforesaid address, as its registered agent to accept service of process within this state.

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.

Cindy Lee Simeon
(Signature)

April 18, 2001
(Date)