

JUL -03' 01 (TUE) 15:09

CSC TALL

P. 001

Division of Corporations

Page 1 of 1

FD1000065962

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

EFFECTIVE DATE
07-01-01

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H01000078528 6)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : CORPORATION SERVICE COMPANY
Account Number : 120000000195
Phone : (850) 521-1000
Fax Number : (850) 521-1030

FLORIDA PROFIT CORPORATION OR P.A.

OUTDOOR BOUND SPORTS, INC.

Certificate of Status	0
Certified Copy	1
Page Count	07
Estimated Charge	\$78.75

FILED
01 JUL -3 AM 8:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Electronic Filing Menu

Corporate Filing

Public Access Help

W. McKnight JUL 05 2001

JUL -03'01 (TUE) 15:09 CSC TALL
07/03/2001 TUE 10:40 FAX 841 549 4247

ROBERT M. LIPSHUTZ

P. 002

002

H01000078528 6

Articles of Incorporation
of
Outdoor Bound Sports, Inc.

EFFECTIVE DATE

07-01-01

The undersigned, acting as the incorporator of a corporation under the laws of the State of Florida and Florida Statutes Chapter 607, hereby sets forth and declares that:

Article I

The name of the Corporation shall be Outdoor Bound Sports, Inc.

Article II

The Corporation may engage in any activity permitted under the laws of the United States and of the State of Florida.

Article III

The aggregate number of shares which the Corporation shall have authority to issue shall be 1000 shares of \$1.00 par value common stock. The Shares shall be non-assessable and held, sold and paid for at such time and in such manner as the Board of Directors may determine. The Shares shall not be divided into classes and the Corporation is not authorized to issue shares in series.

Article IV

The Articles shall be effective on July 1st 2001 and the Corporation shall have a perpetual existence.

Article V

H01000078528

01 JUL -3 AM 8:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

H01000078528 6

The principal place for the transaction of the Corporation's business shall be 10560 Habitat Trail, Bokeelia, Florida 33922. The Corporation shall also have the right and authority to do business at such other place or places within or without the State of Florida as the Corporation may designate.

Article VI

The Corporation shall have a Board of Directors of not less than one or more than three directors which number may be increased or decreased. The number of directors shall be established by the Shareholders at their annual meeting or at any special meeting called for such purpose unless the number is fixed by the Bylaws.

Article VII

The name and address of the Incorporator is:

Frank A. Stapleton
10560 Habitat Trail
Bokeelia, Florida 33922

Article VIII

The amount of indebtedness or liability which the Corporation may subject itself to at any time shall be unlimited.

Article IX

The address of the registered office of the Corporation is 10560 Habitat Trail, Bokeelia, Florida 33922 and the name of the registered agent of the Corporation at that address is Frank A. Stapleton.

Article X

H01000078528 6

H01000078528 6

Each Shareholder, upon the sale for cash of any new stock of the Corporation, shall have the right to purchase his, her or its pro rata share thereof (without issuance of fractional shares) at the price at which it is offered to others.

Article XI

The Bylaws of this corporation shall be adopted by the Board of Directors. The Bylaws may be amended by either the Shareholders or the Directors. The Shareholders may amend, alter or repeal any bylaw adopted by the Directors. The Directors may not alter, amend or repeal any bylaw adopted by the Shareholders nor may the Directors adopt bylaws which would be in conflict with the Bylaws adopted by the Shareholders.

Article XII

Any subscriber or shareholder present at any meeting, either in person or by proxy, and any directors present in person at any meeting of the Board of Directors shall conclusively be deemed to have received proper notice of such meeting unless he or she shall make objection at such meeting to any defect or insufficiency of notice.

Article XIII

Each director and officer of the Corporation, whether then in office, shall be indemnified by the Corporation against all costs and expenses reasonably incurred or imposed upon him or her in connection with or arising out of any claim, demand, action, suit

H01000078528 6

H01000078528 6

or other proceeding in which he or she may be involved or to which he or she may be made a party by reason of him or her being or having been a director or officer of the Corporation, said expenses to include attorney's fees and the cost of reasonable settlements made with a view to curtailing the costs of litigation, except in relation to matters as to which he or she is finally adjudged in any such action, suit or other proceeding to have been derelict in the performance of his or her duty as an officer or director. The right of indemnification shall not be exclusive of any other rights which he or she may be entitled to as a matter of law and the foregoing right of indemnification shall inure to the benefit of the heirs, executors and administrators of any such director or officer.

Article XIV

A director or officer of the Corporation shall not be disqualified by his or her office from dealing or contracting with the Corporation either as a vendor, purchaser or otherwise, nor shall any transaction or contract of the Corporation be void or voidable by reason of the fact that any director or officer or any firm of which any director or officer is a member or any Corporation of which any director or officer is a shareholder, officer or director is in any way interested in such transaction or contract, provided that such transaction or contract is or shall be authorized, ratified or approved either by a vote of a majority of

H01000078528 6

JUL -03'01(TUE) 15:11 CSC TALL
07/03/2001 TUE 10:41 FAX 941 549 4247

ROBERT M. LIPSHUTZ

P.006
006

H01000078528 6

a quorum of the Board of Directors, without counting in such majority or quorum any director so interested or member of a firm so interested, or a shareholder, officer or director of a corporation so interested or by the written consent or by the vote of any shareholders meeting of the holders of record of a majority of all the outstanding shares of stock in the Corporation entitled to vote nor shall any director or officer be liable to account to the Corporation for any profits realized by, from or through any such transaction or contract authorized, ratified or approved as herein provided by reason of the fact that he or she, or any firm of which he or she is a member or any corporation of which he or she is a shareholder, officer or director, was interested in such transaction or contract. Nothing herein shall create liability in the events above described or prevent the authorized approval of such contracts in any other manner permitted by law.

In witness whereof, the undersigned being the Incorporator for the purpose of forming a corporation under the laws of the State of Florida does make, subscribe, acknowledge and file these articles of incorporation, hereby certifying that the facts set forth herein are true.

Executed at Cape Coral, Florida this 3rd day of July 2001.


Frank A. Stapleton

H01000078528 6

JUL -03' 01 (TUE) 15:11 CSC TALL
07/03/2001 TUE 10:41 FAX 941 549 4247

ROBERT M. LIPSHUTZ

P. 007
007

H01000078528 6

STATEMENT OF REGISTERED AGENT PURSUANT TO
FLORIDA STATUTE SECTION 607.0501

I, Frank A. Stapleton, hereby accept the appointment of myself
as registered agent for Outdoor Bound Sports, Inc., and I am
familiar with and accept the obligations of that position.

07/03/01
Date

Frank A. Stapleton
Frank A. Stapleton

FILED
01 JUL -3 AM 8:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H01000078528 6