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OFFICE USE ONLY

000005096800---03/12/02--01039--014 *****87.50 *****87.50 CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): (Document #) (Corporation Name) (Document #) (Document #) (Corporation Name) (Corporation Name) (Document #) Certified Copy Pick up time Walk in Certificate of Status Will wait Photocopy Mail out **AMENDMENTS** NEW FILINGS Amendment Profit Resignation of R.A., Officer/Director NonProfit Change of Registered Agent Limited Liability Dissolution/Withdrawal Domestication Merger Other TALLAHASSEE, FLORIDA REGISTRATION/ SHOUND OF CORPORATIONS OTHER FILINGS **OUALIFICATION** DIATS HO FYMENT OF STATE Annual Report Foreign OZ WYK IZ WW IC ST Fictitious Name Limited Partnership Name Reservation BECEINED Reinstatement Trademark Examiner's Initials

Other

CR2E031(10/92)

ARTICLES OF INCORPORATION

OF

OFF THE HOOK FISHING, INC.

<u> ARTICLE I - NAME</u>

The name of this corporation is OFF THE HOOK FISHING, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on date of filing.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Hundred (100) shares of ten dollar (\$10.00) par value common stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL PRINCIPAL OFFICE AND REGISTERED AGENT

The address of the initial principal office of the corporation is 4300 N.W. 10th Terrace, Ft. Lauderdale, FL 33309. The name and mailing address of the registered agent of this Corporation is John W. Henning, 4300 N.W. 10th Terrace, Ft. Lauderdale, FL 33309.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial Directors of this Corporation are:

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TALLAHASSEE, FLORIDA

NAME

ADDRESS

John W. Henning

4300 N.W. 10th Terrace Ft. Lauderdale, FL 33309

ARTICLE VII- BY-LAWS

The By-Laws of this Corporation may be adopted, altered, amended or repealed by either the Stockholder or Directors.

ARTICLE VIII-INDEMNIFICATION

The Corporation shall indemnify any officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX-INCORPORATOR

The name and the person signing these Articles is John W. Henning

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 7TH day of March, 2002.

ohn W. Henning

Incorporator

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED CORPORATION HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES.

DATED THIS 7TH DAY OF MARCH, 2002.

BY:

John W. Henning

Registered Agent

