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Holland & Knight LLP Requester's Name	
315 So. Calhoun Street Address	
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4. (Corporation Name) Walk in Pick up time Mail out Will wait	(Document #) Certified Copy Photocopy Certificate of Status
NEW FILINGS Profit Not for Profit Limited Liability Domestication Other Devel Partnership OTHER FILINGS Annual Report Fictitious Name	REGISTRATION/QUALIFICATION
649 6555-613	Reinstatement Trademark Other

Examiner's Initials X

CR2E031(7/97)



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

2002 MAR 13 PM 1: 12

SECRETÁRY OF STATE TALLAHASSEE FLORIDA

March 18, 2002

HOLLAND & KNIGHT LLP 315 SO. CALHOUN STREET

SUBJECT: GOLDING UNITED FISHHAWK II, INC.

Ref. Number: W02000007087

We have received your document for GOLDING UNITED FISHHAWK II, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and street address must be consistent wherever it appears in your document.

The person designated as registered agent in the document and the person signing as registered agent must be the same.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6973.

Claretha Golden Document Specialist New Filings Section

Letter Number: 802A00016204





FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

FILED

2002 MAR 13 PH 1: 12

SECRETARY OF STATE TALLAHASSEE FLORIDA

March 13, 2002

HOLLAND & KNIGHT LLP 315 SO. CALHOUN STREET

SUBJECT: GOLDING UNITED FISHHAWK II, INC.

Ref. Number: W02000007087

We have received your document for GOLDING UNITED FISHHAWK II, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6973.

Claretha Golden Document Specialist New Filings Section

Letter Number: 702A00015270

FILED

ARTICLES OF INCORPORATION OF GOLDING UNITED FISHHAWK II, INC. TALLAHASSEE FLORIDA

The undersigned, acting as incorporator of Golding United FishHawk II, Inc., under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is Golding United FishHawk II, Inc.

ARTICLE II. ADDRESS

The mailing address of the corporation is 27001 US Highway 19, Suite 2095, Clearwater, FL 33761.

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

ARTICLE IV. PURPOSE

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$.01 per share.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 27001 U.S. Highway 19 North, Suite 2095, Clearwater, Florida 33761 and the name of the corporation's initial registered agent at that address is David Scher.

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator are David Scher, 27001 U.S. Highway 19 North, Suite 2095, Clearwater, Florida 33761.

ARTICLE VIII. BOARD OF DIRECTORS

The corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one. The names and street addresses of the initial directors are:

Name

Address

Loren Pollack

27001 U.S. Highway 19, North

Clearwater, Florida 33761

David Scher

27001 U.S. Highway 19, North

Clearwater, Florida 33761

ARTICLE IX. BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE X. SHAREHOLDERS' AGREEMENT

In the event of any conflict between the provisions of these Articles of Incorporation and any agreement entered into by the owners of all of the issued and outstanding shares of the corporation's capital stock or their predecessors in ownership, as among the shareholders, the provisions of such agreement shall take precedence.

ARTICLE XI. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation on March 1, 2002.

vid Scher, Incorporator

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That Golding United FishHawk II, Inc., desiring to organize under the laws of the State of Florida with its initial registered office as indicated in the Articles of Incorporation at 27001 U.S. Highway 19 North, Suite 2095, Clearwater, Florida 33761 has named David Scher as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, the undersigned agrees to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and is familiar with, and accepts, the obligations of that position.

Dated this _//_ day of March, 2002.

David Scher

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SECRETARY OF STATE