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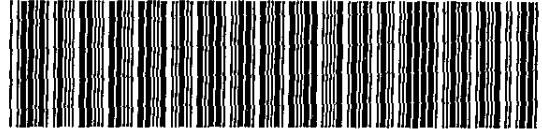
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

BUCCANEER TACKLE, INC.
4083 21ST AVENUE NORTH
ST. PETERSBURG, FL 33713-4717

October 20th 2003

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314


Re: Buccaneer Tackle, Inc.

Dear Sir or Madam:

In connection with the referenced matter, we are enclosing an original and one copy of the Articles of Incorporation. Also enclosed is a check in the amount of \$87.50, which represents the filing fee, certified copy and Certificate of Status. Please forward the certified copy and Certificate of Status to my attention in the self-addressed stamped envelope enclosed for your convenience.

Should you have any questions regarding the enclosed, please call me.

Very truly yours


Angelo LoGrande

**ARTICLES OF INCORPORATION
OF
BUCCANEER TACKLE, INC.**

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, acting as sole incorporator, adopts these Articles of Incorporation and forms a profit corporation (the "**Corporation**") under the Florida Business Corporation Act (the "**Act**"), as follows:

I.
Name

The name of the Corporation is **Buccaneer Tackle, Inc.**

II.
Term of Existence

The Corporation's existence commences on the date of the filing of these Articles of Incorporation with the Department of State of the State of Florida. The Corporation will have perpetual existence thereafter.

III.
Purpose

The purpose of the Corporation is to engage and transact in any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state in the country, territory or nation.

IV.
Principal Office

The principal office and mailing address of the Corporation is 4083 21st Avenue North, St. Petersburg, Florida 33713-4719.

V.
Initial Registered Office and Agent

The street address of the initial registered office of the Corporation is 4083 21st Avenue North, St. Petersburg, Florida 33713-4717, and the name of its initial registered agent at such address is Angelo LoGrande.

VI.
Capital Stock

The Corporation is authorized to issue 100 shares of \$1.00 par value common stock, which will be designated Common Stock.

VII.
Directors

The Corporation will have two (2) directors initially. The number of directors may be increased or decreased from time to time as provided in the bylaws of the Corporation, provided that the Corporation will always have at least one director. The name and address of the initial director of the Corporation, who will serve until its successor(s) is duly elected and qualified, are:

<u>NAME</u>	<u>ADDRESS</u>
Angelo LoGrande	4083 21 st Avenue North St. Petersburg, Florida 33713-4717
Donna LoGrande	4083 21 st Avenue North St. Petersburg, Florida 33713-4717

VIII.
Incorporator

The name and address of the incorporator signing these Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>
Angelo LoGrande	4083 21 st Avenue North St. Petersburg, Florida 33713-4717

IX.
Affiliated Transactions

The Corporation elects not to be governed by the requirements or other provisions regarding affiliated transactions as set forth in Section 607.0901 of the Act and, therefore, the terms of such section of the Act will not apply with respect to the approval, adoption, authorization, ratification or effectuation of any affiliated transactions involving the Corporation.

X.
Control Share Acquisitions

The Corporation elects not to be governed by the requirements or other provisions regarding control-share acquisitions described in Section 607.0902 of the Act. Therefore, the terms and provisions of Section 607.0902 will not apply with respect to any control-share acquisition of any equity securities of the Corporation and the equity securities of the Corporation will have any and all other rights and privileges available under the Act.

XI.
Bylaws

The power to adopt, alter, amend or repeal bylaws will be vested in the Corporation's Board of Directors.

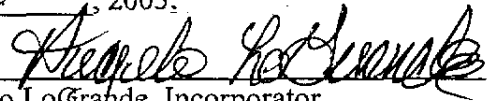
XII.
Indemnification

The Corporation will indemnify any director or officer or any former director or officer, to the fullest extent permitted by law.

XIII.
Amendment

These Articles of Incorporation may be amended in the manner provided by law.

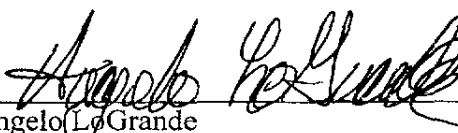
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on October 20th, 2003.


Angelo LoGrande, Incorporator

ACCEPTANCE BY REGISTERED AGENT

I accept the appointment as Registered Agent of the Company to accept service of process on its behalf, at the place designated in these Articles of Organization. I am familiar with, and accept, the obligations of my position as registered agent as provided for in the Act.

Dated: October 20th 2003


Angelo LoGrande

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TALLAHASSEE FLORIDA