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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Boy's Guns & ammo, loc.			
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ARTICLES OF INCORPORATION

OF

PoBOY'S GUNS & AMMO, INC.

TALLAHASSEE, FLORID

ARTICLE I - NAME

The name of this corporation is PoBOY'S GUNS & AMMO, INC., (hereinafter referred to as the "Corporation").

ARTICLE II - DURATION

The Corporation shall exist perpetually, commencing on the date of filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business not inconsistent with the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue One Hundred (100) shares of One Dollar (\$1.00) par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his

prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL PRINCIPAL OFFICE, REGISTERED OFFICE AND AGENT

The street address of the initial principal office of the Corporation is 1015 T. R. Miller Road, DeFuniak Springs, Florida 32433 and the mailing address is P.O. Box 1007, DeFuniak Springs, Florida 32435-1007. The street address of the initial registered office of the Corporation is 1015 T. R. Miller Road, DeFuniak Springs, Florida 32433 and the initial registered agent of the Corporation at that address is Howard M. Griffin.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) director 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 name and address of the initial Director of this Corporation is:

Howard M. Griffin - President P.O. Box 1007 DeFuniak Springs, Florida 32435-1007

ARTICLE VIII - SHAREHOLDER QUORUM AND VOTING

Fifty-one percent (51%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of fifty-one percent (51%) of the shares represented at the meeting and entitled to vote on the subject shall be the act of the shareholders.

<u>ARTICLE IX - MANAGEMENT OF CORPORATION BY SHAREHOLDERS</u>

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this Corporation shall be managed under the direction of, the shareholders of this Corporation.

ARTICLE X - INDEMNIFICATION

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

ARTICLE XI - INCORPORATORS

The name and address of the person signing these Articles is:

Howard M. Griffin P.O. Box 1007 DeFuniak Springs, Florida 32435-1007

ARTICLE XII - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this _______ day of November, 2004.



STATE OF FLORIDA COUNTY OF OKALOOSA

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared HOWARD M. GRIFFIN (who is personally known to me or () who has produced as identification.
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this day of November, 2004.

NOTARY PUBLIC
My Commission Expires:

SHELLY R. HALL Notary Public, State of Florida My comm. exp. Sept. 9, 2006 Comm. No. DD 148638

CERTIFICATE DESIGNATING REGISTERED OFFICE OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE AND NAMING REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

POBOY'S GUNS & AMMO, INC.

("Corporation"), desiring to organize under the laws of the State of Florida, with its registered office, as indicated in the Articles of Incorporation, at 1015 T. R. Miller Road, DeFuniak Springs, Florida 32433 has named Howard M. Griffin as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated Corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



