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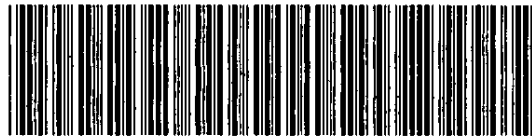
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August 26, 2008

Secretary of State
Division of Corporations
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Amended and Restated Articles of Incorporation for J.L.C. Outdoors, Inc.

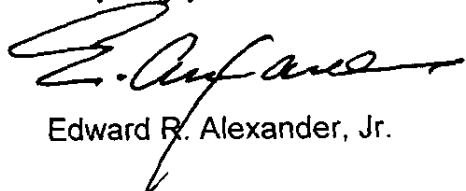
Dear Sir/Madam:

Enclosed please find the original Amended and Restated Articles of Incorporation for J.L.C. Outdoors, Inc., together with a check in the amount of \$35.00, to cover the filing fee therefore.

Please file the Amended and Restated Articles of Organization and return notification of the filing to the above address.

If you have any questions or need further information, please contact me at the above number. Thank you for your assistance.

Very truly yours,



Edward R. Alexander, Jr.

encl.

AMENDED AND RESTATED ARTICLES OF INCORPORATION

J.L.C. OUTDOORS, INC., a Florida corporation (the "**Corporation**"), by and through its President, hereby adopts these Amended and Restated Articles of Incorporation as hereinafter set forth.

1. Pursuant to Sections 607.1003 and 607.1007 of the Florida Statutes, on July 31, 2008, the Board of Directors of the Corporation and all of the holders of the voting capital stock of the Corporation, in accordance with Sections 607.0821 and 607.0704 of the Florida Statutes, unanimously adopted and approved these Amended and Restated Articles of Incorporation of the Corporation.

ARTICLE I. Name

The name of this Corporation is:

J.L.C. OUTDOORS, INC.

ARTICLE II. Business and Activities

This Corporation may, and is authorized to, engage in any activity or business permitted under the laws of the United States and of the State of Florida. Provided, however, and notwithstanding the generality of the foregoing, this Corporation is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

ARTICLE III. Capital Stock

Section 1. The Corporation is authorized to issue one class of capital stock, to be designated common stock, with a par value per share of \$0.001 (the "**Common Stock**"). The maximum number of shares of Common Stock that this Corporation is authorized to issue and have outstanding at any one time is one thousand (1,000). Of the authorized shares of Common Stock:

- (A) Five hundred (500) shares are hereby designated Class A Common Stock (hereinafter "**Class A Common Stock**"); and
- (B) Five hundred (500) shares are hereby designated Class B Common Stock (hereinafter "**Class B Common Stock**").

The Class A Common Stock and the Class B Common Stock shall have the rights, preferences, privileges and restrictions as set forth in the succeeding provisions of this ARTICLE III.

Section 2. The holders of all classes of the Common Stock shall be entitled to receive, when and as declared by the Board of Directors, out of any assets of the Corporation legally available therefor, such dividends as may be declared from time to time by the Board of Directors.

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Section 3. The holders of the Class A Common Stock shall be entitled to vote upon all matters upon which holders of the Class A Common Stock have the right to vote, and shall be entitled to one (1) vote for each such share held by them, respectively. The holders of the Class B Common Stock shall have no voting rights, except as specifically provided in the Florida Business Corporation Law or the Bylaws, if at all.

Section 4. All or any portion of the Common Stock may be issued in payment for real or personal property, past or future services, or any other right or thing having a value, in the judgment of the Board of Directors, at least equivalent to the full value of such stock to be issued, and when so issued, shall become and be fully paid and nonassessable, the same as though paid for in cash, and the Directors shall be the sole judges of the value of any property, services, right or thing acquired in exchange for the Common Stock, and their judgment of such value shall be conclusive.

ARTICLE IV. Principal Office

The mailing address and principal office of the Corporation is: 1948 Brengle Avenue, Orlando, FL 32808.

ARTICLE V. Term of Existence

The Corporation shall exist perpetually unless dissolved according to law.

ARTICLE VI. Directors

Section 1. The number of Directors may be either increased or diminished from time to time by the Shareholders in accordance with the Bylaws of this Corporation, but there shall always be at least one (1) Director.

Section 2. Directors, as such, shall receive such compensation for their services, if any, as may be set by the Board of Directors at any annual or special meeting thereof. The Board of Directors may authorize and require the payment of reasonable expenses incurred by Directors in attending meetings of the Board of Directors.

Section 3. Nothing in this Article shall be construed to preclude the Directors from serving the Corporation in any other capacity and receiving compensation therefore.

Section 4. Any Director may be removed from office by the holders of a majority of the stock entitled to vote thereon at any annual or special meeting of the Shareholders of this Corporation, for any cause deemed sufficient by such Shareholders or for no cause.

Section 5. In case one or more vacancies shall occur in the Board of Directors by reason of death, resignation or otherwise, the vacancies shall be filled by the Shareholders of this Corporation at their next annual meeting or at a special meeting called for the purpose of filling such vacancies; provided, however, any vacancy may be filled by the remaining Directors until the Shareholders have acted to fill the vacancy.

ARTICLE VII. Lost or Destroyed Certificates

Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the Bylaws of this Corporation.

ARTICLE VIII. Amendment to Articles

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

ARTICLE IX. Bylaws

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors. Any Bylaws adopted by the Board of Directors may be repealed, changed, or new Bylaws may be adopted by the vote of a majority of the stock entitled to vote thereon, and the Shareholders may prescribe in any Bylaw made by them that such Bylaw shall not be altered, amended or repealed by the Board of Directors.

ARTICLE X. Indemnification

Section 1. The Corporation shall indemnify its officers and directors against any liability incurred in any proceeding in which such individual is made a party to the proceeding because he or she is or was an officer or director of the Corporation (a "Corporation Related Proceeding") if:

- (A) he or she acted and conducted himself/herself in good faith;
- (B) he or she reasonably believed: (1) in the case of conduct in his or her official capacity, that such conduct was in the best interest of the Corporation; or (2) in all other cases, that his or her conduct was, at least, not opposed to the best interests of the Corporation; and
- (C) in the case of any criminal Corporation Related Proceeding, he or she had no reasonable cause to believe that such conduct was unlawful.

Section 2. The Corporation shall advance the reasonable expenses incurred by any officer or director who is a party to a Corporation Related Proceeding if:

- (A) he or she furnishes the Corporation with a written affirmation of his or her good-faith belief that he or she has met the standard of conduct required for indemnification;
- (B) he or she furnishes the Corporation with a written undertaking, executed personally by him or her, or on his or her behalf, to repay the advance if it is determined that he or she did not meet such standard of conduct; and
- (C) a determination is made that the facts then known to those making the determination would not preclude indemnification.

Section 3. The Corporation shall indemnify each officer or director who was wholly successful, on the merits or otherwise, in defense of any Corporation Related Proceeding to which he or she was a party, against reasonable expenses incurred by him or her in connection with such Corporation Related Proceeding.

Section 4. An officer or director who is or was a party to a Corporation Related Proceeding may apply for indemnification to the court conducting such Corporation Related Proceeding or to another court of competent jurisdiction.

ARTICLE XI. Shareholders' Agreements

The Shareholders of the voting stock of the Corporation may, by unanimous agreement, restrict the discretion of the Board of Directors in its management of the Corporation, provide for direct Shareholder management of the business and affairs of the Corporation, treat the Corporation as if it were a partnership, or may arrange the relations between and among Shareholders that would be otherwise appropriate only between partners. A Shareholders' Agreement among less than all Shareholders may only affect the management of the Corporation by providing for the manner in which parties to the Shareholders' Agreement will vote their shares. Any Shareholders' Agreement must be in writing and a copy thereof must be delivered to the principal office of the Corporation and be available there for inspection by any Shareholder pursuant to the inspection of records procedure for Shareholders as provided in the Florida Business Corporation Act. If a Shareholders' Agreement has been entered into, all stock certificates owned by Shareholders who are parties to the Agreement shall have an appropriate notation referencing the Shareholders' Agreement. No committee of the Board of Directors may pre-empt the Shareholders' Agreement signed by all Shareholders.

ARTICLE XII. Affiliated Transactions

This Corporation expressly elects not to be governed by the provisions of Florida Statutes Section 607.0901 dealing with affiliated transactions.

2. The amendments to the Articles of Incorporation set forth in these Amended and Restated Articles of Incorporation required shareholder approval.

3. The shareholders unanimously approved the amendments to the Articles of Incorporation set forth in these Amended and Restated Articles of Incorporation. Voting by voting groups was not required for adoption.

IN WITNESS WHEREOF, these Amended and Restated Articles of Incorporation have been executed this 31 day of July, 2008.



Jason T. Adams, President