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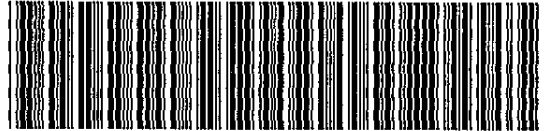
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05 AUG -5 PM 7:00
SECTION 5
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J. Shivers AUG 08 2005

Stephen Decoulos
C/O ATLANTIC BAIT & TACKLE, INC.
2531 NE 23rd Street
Ft. Lauderdale, FL 33305
(954) 600-0472

August 2, 2005

Division of Corporations
Corporate Records Bureau
409 East Gaines Street
Tallahassee, FL 32399

RE: ATLANTIC BAIT & TACKLE, INC.

Dear Sir/Madam:

Enclosed are the original and one copy of the Articles of Incorporation for the above referenced corporation, as well as my check number 5001, in the amount of \$70.00, for the filing of same. A certified copy of the filing is not required at this time.

Please return the filed articles to me at the above address. Should you have any questions in this regard, please contact me at the number provided above.

Sincerely,



Stephen Decoulos

enclosure

FILED
DIVISION OF STATE
CORPORATIONS
05 AUG -5 AM 7:28

**ARTICLES OF INCORPORATION
OF
ATLANTIC BAIT & TACKLE, INC.**

The undersigned subscriber, a natural person competent to contract for the purposes of forming a corporation under the Florida General Corporation Act of the State of Florida, adopts the following Articles of Incorporation:

ARTICLE

The name of the corporation is ATLANTIC BAIT & TACKLE, INC.

ARTICLE II

The corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the United States and of the State of Florida and shall have such powers as enumerated in The Florida General Corporation Act, Chapter 607, Florida Statutes (1983).

ARTICLE III

The total number of shares of stock which the corporation shall have authority to issue and which the corporation is authorized to have outstanding at any one time is One Hundred (100) shares, which shares shall have a par value of One Dollar (\$1.00).

ARTICLE IV

This corporation shall have perpetual existence.

ARTICLE V

The initial address of the principal office of the corporation is 900 E. Atlantic Blvd., Pompano Beach, FL 33060.

05 AUG -5 AM 7:30
SECRETARY'S OFFICE
VIRGINIA COMMONWEALTH UNIVERSITY

ARTICLE VI

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time in accordance with the By-Laws, but shall never be less than one (1). The name and address of the initial directors is: Stephen Decoulos and Carey A. Sachs, 2531 NE 23rd Street, Ft. Lauderdale, FL 33305.

ARTICLE VII

The name and street address of the subscriber to these Articles of Incorporation is: Stephen Decoulos and Carey A. Sachs, 2531 NE 23rd Street, Ft. Lauderdale, FL 33305.

ARTICLE VIII

The corporation shall indemnify any officers or directors or any former officers or directors to the full extent permitted by law.

ARTICLE IX

The initial registered agent of this corporation and his street address is: Stephen Decoulos, 2531 NE 23rd Street, Ft. Lauderdale, FL 33305.

ARTICLE X

The Articles of Incorporation may be amended or repealed as provided by law.

ARTICLE XI

Members of the Board of Directors may participate in meetings of the Board of Directors by means of a conference telephone communication and as otherwise provided by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 1st day of August, 2005.

WITNESSES:
Marcella M. Nowak
Marcella M. Nowak

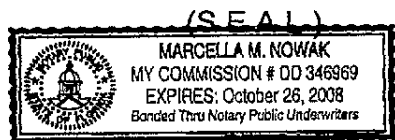
Brandy Perna
Brandy Perna

Stephen Decoulos
STEPHEN DECOULOS
Carey A. Sachs
CAREY A. SACHS

STATE OF FLORIDA }
COUNTY OF BROWARD } ss:

BEFORE ME, the undersigned authority, personally appeared Stephen Decoulos and Carey A. Sachs, who are personally known to me and known by me to be the persons who executed the foregoing Articles of Incorporation and they acknowledged before me that they executed these Articles of Incorporation.

Witness my hand and seal in the County and State aforesaid, this 1st day of August, 2005.



Marcella M. Nowak
Signature of Notary Public: Marcella M. Nowak
My Commission Expires: 10-26-08

REGISTERED AGENT CERTIFICATE AND ACCEPTANCE

In compliance with Section 48.091, Florida Statutes, the following is submitted:

ATLANTIC BAIT & TACKLE, INC. desiring to organize under the laws of the State of Florida with its principal office indicated in the Articles of Incorporation in the City of Pompano Beach, County of BROWARD, State of Florida has named Stephen Decoulos as its agent to accept service of process within the State of Florida.

SIGNATURE: _____



Stephen Decoulos

TITLE: _____

President

DATE: _____

August 1, 2005

Having been named to accept service of process for the above-named corporation at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Stephen Decoulos

Dated: August 1, 2005

05 AUG -5 AM 7:29
SECRETARY OF STATE
DIVISION OF CORPORATE