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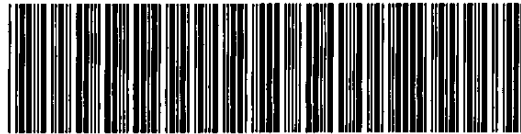
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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07 FEB 15 AM 11:03
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

J. Shivers FEB 16 2007

TRANSMITTAL LETTER

Florida Department of State
Division of Corporations
P O BOX 6327
Tallahassee, FL 32314

SUBJECT: THE BAIT SHACK, INC.

Dear Sir or Madam:

Please find enclosed for filing one original and one copy of the NEW Articles of Incorporation.

Also enclosed is a check in the amount \$ 122.50 payable to: Florida Department of State for the TRANSFER FEE, filing fee, certified copy and certificate of status.

Please return to: THE BAIT SHACK, INC.
C/O JANET A WITT - Registered Agent
1417 E. MAIN STREET
LEESBURG FL 34748.

NOTE: The original and one copy of the NEW articles are enclosed.

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SECRETARY OF STATE
TALLAHASSEE - FLORIDA

ARTICLES OF INCORPORATION

In Compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the Corporation shall be: THE BAIT SHACK, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business of this corporation is: 1417 E. MAIN STREET in LEESBURG FL 34748.

The mailing address for all legal correspondence is: 1417 E. MAIN STREET in LEESBURG FL 34748.

ARTICLE III PURPOSE

This corporation was established as a professional profit corporation.

ARTICLE IV SHARES

The aggregate number of shares which the Corporation has authority to issue 1,000 shares of common stock with no par value.

ARTICLE V OFFICERS/DIRECTORS

JOHNNY E WITT
PRESIDENT
1417 E. MAIN STREET
LEESBURG FL 34748

JANET A WITT
SECRETARY
1417 E. MAIN STREET
LEESBURG FL 34748

ARTICLE VI REGISTERED AGENT

The name and Florida street address of the initial registered agent and office of the Corporation is:


JANET A. WITT located at: 1417 E. MAIN STREET in LEESBURG FL 34748.

ARTICLE VII INCORPORATOR

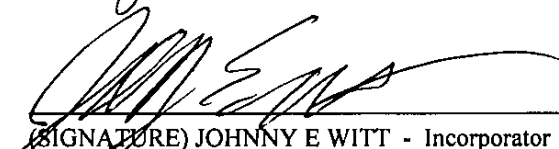
The name and address of the incorporator to these Articles of Incorporation is:

JOHNNY E WITT located at: 1417 E. MAIN STREET in LEESBURG FL 34748.

Having been named as registered agent to accept service for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


(SIGNATURE) JANET A WITT - Registered Agent

12-19-06
Date


(SIGNATURE) JOHNNY E WITT - Incorporator

12-19-06
Date

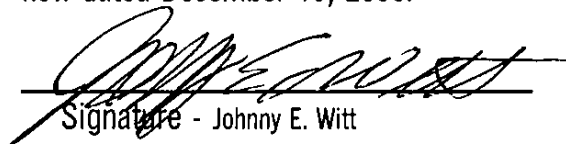
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07 FEB 15 11:11:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Affidavit to Release Corporation name for New Articles of Incorporation

STATE OF FLORIDA

COUNTY OF LAKE

1. Introduction. Johnny E. Witt, being duly sworn, deposes and says:
2. Description of Deponent. I am the President/Director/Incorporator of The Bait Shack, Inc., a corporation organized and existing under the laws of Florida and qualified to do business under the laws of Florida, with its principal offices at: 1417 E. Main Street in Leesburg, FL 34748. I make this affidavit solely as an agent of the above referenced corporation and in no other capacity.
3. Revoking Privilege and Release of Name. I do now hereby revoke any former use of corporate name and do now transfer the corporate name: The Bait Shack, Inc. to be filed and used with the new articles of incorporation now dated December 19, 2006 having full right, power, and authority to transfer such name.
4. Inducement. This affidavit is made for the specific purpose of transferring the corporate name as stated from any/all previous articles of incorporation dated prior to the new articles now dated December 19, 2006.


Signature - Johnny E. Witt

Be it known that on the 19th day of December, 2006, before me appeared Johnny E. Witt who is personally known to me.


Notary - State of Florida

 **Randall E. Mikell**
Commission # DD349317
Expires November 4, 2008
Bonded Troy Fain - Insurance, Inc. 800-385-7019