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06/13/07--01041--002 **78.75

FILED

2007 JUN 27 PM 12:21

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

207-28285

T. Hampton JUN 27 2007

LAW OFFICES
**WARCHOL, MERCHANT, ROLLINGS,
BUCKLEY & POHL, L.L.P.**

A FLORIDA LIMITED LIABILITY PARTNERSHIP
FEIN 59-2881738

MARTHA S. WARCHOL
WILLIAM C. MERCHANT
Certified Circuit Court Mediator
Court Appointed Arbitrator
HARVEY ROLLINGS
Certified Circuit Court Mediator
J. PATRICK BUCKLEY
MICHAEL A. POHL
MARK A. HOROWITZ
CHARLES C. JONES
ANNETTE GIARDINA HABER

1633 SOUTHEAST 47TH TERRACE
CAPE CORAL, FLORIDA 33904
OR
POST OFFICE BOX 100767
CAPE CORAL, FLORIDA 33910
(239) 542-0700
FAX (239) 542-8627
REAL ESTATE FAX (239) 542-5689
E-MAIL: Rollings@WMRBPLaw.com

June 12, 2007

Corporate Records Bureau
Division of Corporations
Department of State
2661 Executive Center Circle West
Tallahassee, Florida 32301

Attn: Corporate Division

RE: Fish The World, Inc.

Dear Sir:

Enclosed herewith are the original and one copy of the Articles of Incorporation of the above referenced corporation, together with a check in the amount of \$78.75, said check allocated as follows:

\$35.00 filing fee
\$35.00 registered agent fee
\$ 8.75 certified copy

Please return a certified copy of the Articles of Incorporation to this office.

Thank you for your cooperation in this matter.

Very truly yours,


Harvey Rollings

HR:dmd

Encs.

LAW OFFICES
**WARCHOL, MERCHANT, ROLLINGS,
BUCKLEY & POHL, L.L.P.**

A FLORIDA LIMITED LIABILITY PARTNERSHIP
FEIN 59-2851736

MARTHA S. WARCHOL
WILLIAM C. MERCHANT
Certified Circuit Court Mediator
Court Appointed Arbitrator
HARVEY ROLLINGS
Certified Circuit Court Mediator
J. PATRICK BUCKLEY
MICHAEL A. POHL
MARK A. HOROWITZ
CHARLES C. JONES
ANNETTE GIARDINA HABER
J. DERRICK MAGINNESS

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June 25, 2007

Florida Department of State
Division of Corporations
Attn: Tammy Hampton
Document Specialist
Post Office Box 6327
Tallahassee, Florida 32314

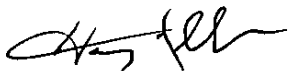
RE: Fish The World, Inc.
Ref. Number: W07000028285

Dear Ms. Hampton:

A copy of your letter of June 14, 2007, is enclosed. We have also included the original one copy of the revised document to register the name Fishing The World, Inc. If you should have any questions about this, do not hesitate to contact me and we would appreciate the prompt filing of these Articles.

We appreciate your assistance in this matter.

Yours truly,



Harvey Rollings

HR:dmd

Encs.



RECEIVED JUN 20 2007

FLORIDA DEPARTMENT OF STATE
Division of Corporations

June 14, 2007

HARVEY ROLLINGS
WARCHOL MERCHANT ROLLINGS BUCKLEY ET AL
P O BOX 100767
CAPE CORAL, FL 33910

SUBJECT: FISH THE WORLD, INC.
Ref. Number: W07000028285

We have received your document for FISH THE WORLD, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is L07000016438 (FISH WORLD LLC).

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6855.

Tammy Hampton
Document Specialist
New Filing Section

Letter Number: 007A00040048

RECEIVED
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

07 JUN 27 AM 11:51

ARTICLES OF INCORPORATION
OF
FISHING THE WORLD, INC.

FILED

2007 JUN 27 PM 12:21

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned do hereby associate themselves together for the purpose of forming a corporation under the laws of the State of Florida under the corporate name FISHING THE WORLD, INC., and hereby set forth and declare:

C H A R T E R

Article I

The name of the corporation shall be FISHING THE WORLD, INC., located at City of Key West, County of Monroe, State of Florida.

Article II

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

Article III

The authorized capital stock which the corporation may issue shall be 7500 shares of \$1.00 par value common stock, which shall be nonassessable and held, sold, and paid for at such time and in such manner as the Board of Directors may from time to time determine.

Article IV

The corporation shall commence business on filing with the Secretary of State.

Article V

The corporation shall have perpetual existence, except that the same may be dissolved, as provided by law.

Article VI

The principal place for the transaction of its business shall be 5555 College Road, Suite 202, the City of Key West, County of Monroe, in the State of Florida. That said corporation shall have the right and authority to do business at such other place or places within or without the State of Florida as the corporation may, by resolution, designate.

Article VII

The corporation shall have a Board of Directors of not less than one (1) director, which number may be increased or decreased from time to time. The number of directors each year shall be determined by the Shareholders at their annual meeting, unless the number is fixed by the Bylaws.

Article VIII

The Officers by whom the business of said corporation shall be conducted shall be a President, who shall be a Director, a Secretary and a Treasurer and such other officers, agents and factors shall be chosen in such manner, hold their office for such term and have such powers and duties as may be prescribed by the Bylaws or determined by the Board of Directors. The names and post office addresses of the Officers who shall conduct the business of

the corporation until their successors are elected and qualified following the first meeting of Board of Directors shall be:

STEVEN P. LAMP, Director & President
5555 College Road
Suite 202
Key West, Florida 33040

GENNIFER LAMP, Director, Vice President, Secretary/Treasurer
5555 College Road
Suite 202
Key West, Florida 33040

Article IX

The name and post office address of the incorporator of this corporation is as follows:

STEVEN P. LAMP
5555 College Road
Suite 202
Key West, Florida 33040

GENNIFER LAMP
5555 College Road
Suite 202
Key West, Florida 33040

Article X

The amount of indebtedness or liability to which the corporation at any time may subject itself shall be unlimited.

Article XI

The street address of the initial registered office of this corporation is 5555 College Road, Suite 202, Key West, Florida 33040, and the name of the initial registered agent of this corporation at that address is STEVEN P. LAMP.

Article XII

Each shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article XIII

The initial Bylaws of this corporation shall be adopted by the Board of Directors. The Bylaws may be amended from time to time by either the shareholders or the directors. The shareholders may amend, alter, or repeal any Bylaw adopted by the directors. The directors may not alter, amend or repeal any Bylaw adopted by the shareholders, nor may the directors adopt Bylaws which would be in conflict with the Bylaws adopted by the shareholders.

Article XIV

Any subscriber or shareholder present at any meeting, either in person, or by proxy, and any directors present in person at any meeting of the Board of Directors shall conclusively be deemed to have received proper notice of such meeting unless he shall make objection at such meeting to any defect or insufficiency of notice.

Article XV

Each director and officer of the corporation, whether or not then in office, shall be indemnified by the corporation against all cost and expense reasonably incurred or imposed upon him in connection with or arising out of any claim, demand, action, suit


or proceeding in which he may be involved or to which he may be made a party by reason of his being or having been a director or officer of the corporation, said expense to include attorney's fees and the cost of reasonable settlement made with a view to curtailment of cost of litigation, except in relation to matters as to which he finally shall be adjudged in any such action, suit, or proceeding to have been derelict in the performance of his duty as such officer or director. Such right of indemnification shall not be exclusive of any other rights to which he may be entitled as a matter of law; and the foregoing right of indemnification shall inure to the benefit of the heirs, executors and administrators of any such director or officer.

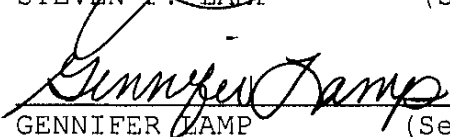
Article XVI

A director or officer of the corporation shall not be disqualified by his office from dealing or contracting with the corporation either as a vendor, purchaser, or otherwise, nor shall any transaction or contract of the corporation be void or voidable by reason of the fact that any director or officer or any firm of which any director or officer is a member or any corporation of which any director or officer is a shareholder, officer, or director, is in any way interested in such transaction or contract, provided that such transaction or contract is or shall be authorized, ratified, or approved either (a) by a vote of a majority of a quorum of the Board of Directors, without counting in

such majority or quorum any director so interested or member of a firm so interested, or a shareholder, officer, or director of a corporation so interested, or (b) by the written consent, or by the vote of any shareholders meeting of the holders of record, of a majority of all the outstanding shares of stock in the corporation entitled to vote, nor shall any director or officer be liable to account to the corporation for any profits realized by or from or through any such transaction or contract authorized, ratified, or approved as herein provided by reason of the fact that he, or any firm of which he is a member of any corporation of which he is a shareholder, officer, or director, was interested in such transaction or contract. Nothing herein contained shall create liability in the events above described or prevent the authorized approval of such contracts in any other manner permitted by law.

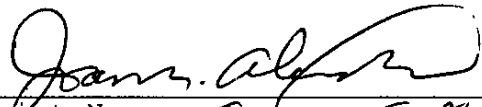
IN WITNESS WHEREOF, We the undersigned being the incorporators of the Corporation for the purpose of forming a corporation under the laws of the State of Florida do make, subscribe, acknowledge and file the foregoing Articles of Incorporation, hereby certifying that the facts therein stated are true, and accordingly set my hand and seal at Key West, Florida, this 30th day of May, 2007.


STEVEN P. LAMP (Seal)



GENNIFER LAMP (Seal)

STATE OF FLORIDA
COUNTY OF MONROE

The foregoing instrument was acknowledged before me this 30th
day of May, 2007 by STEVEN P. LAMP and GENNIFER LAMP, who are
personally known to me or who has produced _____
_____ as identification, who did not take
an oath and who made and subscribed to the foregoing Articles of
Incorporation, and certifies and acknowledges that he made and
executed said certificate for the use and purposes therein
expressed.


Print Name: Joanne E. Alexander
Notary Public

My commission expires: 7/28/10

NOTARY PUBLIC-STATE OF FLORIDA
 Joanne E. Alexander
Commission # DD562072
Expires: JULY 28, 2010
BONDED THRU ATLANTIC BONDING CO., INC.

In pursuance of Chapter 607.0501, Florida Statutes, the following is submitted, in compliance, with said Act:

First That FISHING THE WORLD, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at City of Key West, County of Monroe, State of Florida, has named STEVEN P. LAMP, located at 5555 College Road, Suite 202, City of Key West, County of Monroe, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENTS:

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

By: 

STEVEN P. LAMP,
Registered Agent