

**P95000027883**

LAW OFFICES  
**SCHMIDT & PETERSON**

400 SOUTH DIXIE HIGHWAY  
THE ARBOR - SUITE 480  
BOCA RATON, FLORIDA 33432  
TELEPHONE (407) 394-8775

PETER H. SCHMIDT  
JEFFREY PETERSON  
BALLY STILL

TELEPHONE (407) 394-8700  
BROWARD (305) 486-0433

April 3, 1995

**FEDERAL EXPRESS**

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: GLADES TACKLE COMPANY

Gentlemen:

Enclosed are the original and one (1) copy of the Articles of Incorporation for Glades Tackle Company. Please file the Articles of Incorporation, and return one (1) certified copy to me.

Also enclosed is a \$122.50 check, payable to the Secretary of State, for payment of the following costs and fees:

Filing Fee	\$ 35.00
Certified copy	52.50
Registered Agent Fee	<u>35.00</u>
<b>TOTAL</b>	<b><u>\$122.50</u></b>

Thank you for your assistance in this matter.

Very truly yours,

  
Peter H. Schmidt

PHS:cf  
Enclosures

900001447539  
-04/05/95--01011--016  
\*\*\*122.50 \*\*\*122.50

EFFECTIVE DATE

4/3/95

ARTICLES OF INCORPORATION  
OF  
GLADES TACKLE COMPANY

ARTICLE I  
NAME

The name of the corporation is GLADES TACKLE COMPANY.

ARTICLE II  
PURPOSE

The corporation is organized for the purpose of conducting and carrying on and transacting any and all lawful activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III  
CAPITAL STOCK

The maximum number of shares that the corporation is authorized to have outstanding at any time is FIVE THOUSAND (5,000) shares of common stock which shall have a par value of ONE AND NO/100 DOLLARS (\$1.00) per share.

The common stock of the corporation shall have the following characteristics:

a. At all meetings of the shareholders the common shareholders shall be entitled to cast one (1) vote for each share of common stock owned. That a common shareholder is interested in a matter to be voted upon shall not disqualify the shareholder from voting thereon.

FILED  
APR 3 1995  
CLERK OF DISTRICT COURT  
NORTH DAKOTA

b. Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common stock.

ARTICLE IV  
TERM OF EXISTENCE

This corporation shall have perpetual existence, commencing as of April 3, 1995.

ARTICLE V  
PRINCIPAL OFFICE

The address of the initial principal office of the corporation in the State of Florida is 400 South Dixie Highway, Suite 421, Boca Raton, Florida 33432. The Board of Directors may, from time to time, change the street address and post office address of the corporation as well as the location of its principal office.

ARTICLE VI  
REGISTERED OFFICE AND AGENT

The address of the initial registered office of the corporation is 400 South Dixie Highway, Suite 421, Boca Raton, Florida 33432, and the name of the registered agent of the corporation at that address is STANLEY J. BRADY.

**ARTICLE VII**  
**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 Bylaws but shall never be less than one (1). The name and address of the initial Director of this corporation is:

**NAME**

STANLEY J. BRADY

**ADDRESS**

400 South Dixie Highway  
Suite 421  
Boca Raton, Florida 33432

**ARTICLE VIII**  
**AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner provided by law.

**ARTICLE IX**  
**INDEMNIFICATION**

This corporation may indemnify and hold harmless its officers, employees, agents, or former officers, employees, agents, or other persons to the full extent of its rights and powers to do so, as provided by the present and future laws of the State of Florida.

**ARTICLE X  
INCORPORATOR**

The name and address of the person signing these Articles of Incorporation as an Incorporator is:

STANLEY J. BRADY  
400 South Dixie Highway  
Suite 421  
Boca Raton, Florida 33432

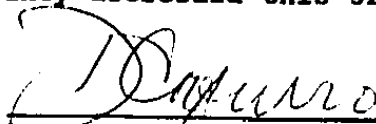
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 3rd day of April, 1995.

  
STANLEY J. BRADY, Incorporator

STATE OF FLORIDA           )  
                                  ) SS.  
COUNTY OF PALM BEACH    )

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared STANLEY J. BRADY, known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid this 3rd day of April, 1995.

  
Name: D CAPURRO  
Notary Public,  
State of Florida at Large

My Commission Expires:



D CAPURRO  
My Commission CC380083  
Expires Jun. 07, 1998  
Bonded by HAI  
800-422-1555

ACCEPTANCE OF REGISTERED AGENT

Having been designated to accept service of process for the above-named corporation, at the place set forth hereinabove, the undersigned hereby accepts such designation and agrees to act in such capacity and to comply with all provisions of Section 48.091, Florida Statutes, relative to keeping said office open.

  
STANLEY J. BRADY

FILED

95 APR -4 PM 1:45

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA