

P960000 10479
LAW OFFICES
AMARI, THERIAC & EISENMENGER, P.A.
Attorneys and Counselors At Law

SHAREHOLDERS:

Richard S. Amari
James S. Theriac, III
Gregory W. Eisenmenger
Mitchell S. Goldman
Kohn Bennett
Bradley Roger Bettin, Sr.
David M. Presnick
Robert R. Berry
Mark S. Peters

Anthony A. Gargano
Carla Noddy Fretta
* (Admitted in TX & GA only)

Reply To: Cocoa

Mariner Square
Suite 302
96 Willard Street
Cocoa, Florida 32922-7998
Telephone (407) 639-1320
Fax (407) 639-6690

Imperial Plaza
Suite 400
6767 N. Wickham Road
Melbourne, Florida 32940
Telephone (407) 259-6611
Fax (407) 259-6624

January 26, 1996

Corporate Records Bureau
Division of Corporations
Department of State
409 E. Gaines Street
Tallahassee, FL 32399

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-01/30/96--01034--019
****122.50 ****122.50

RE: THE ULTIMATE FISHING & HUNTING PRODUCTS COMPANY

Ladies and Gentlemen:

Enclosed is the original and a copy of the proposed Articles of Incorporation for the above-named corporation, a Registered Agent Designation, and a check to your order to cover the following items:

1.	Filing	\$ 35.00
2.	Certified copy of Articles of Incorporation	\$ 52.50
3.	Registered Agent Designation	<u>35.00</u>
TOTAL		\$122.50

Please return to us a certified copy of the Articles of Incorporation. Thank you.

Sincerely,

David M. Presnick
David M. Presnick

Enclosures

cc: Dorothy Z. Woods

C:\woods\005

RECEIVED
JAN 29 1996
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

2/2/96
DB

ARTICLES OF INCORPORATION
OF
THE ULTIMATE FISHING & HUNTING PRODUCTS COMPANY

FILED
JUN 29 AM 10:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article 1
Name

The name of the corporation is **THE ULTIMATE FISHING & HUNTING PRODUCTS COMPANY.**

Article 2
Duration

This duration of this corporation is perpetual. The date and time of commencement is the time these Articles are subscribed and acknowledged if filed with the Department of State of the State of Florida within five (5) days after such date, but if not filed within five (5) days, the time of filing with the Department of State.

Article 3
General Purposes

The general purposes for which this corporation is initially organized are to engage in any or all lawful business for which corporations may be incorporated under Florida law.

Article 4
Shares

The aggregate number of shares of stock which the corporation shall have authority to issue is 1,000 shares of common voting stock having a par value of \$1.00 per share.

Article 5
Principal Office and Registered Agent

The street address of the principal office of the corporation is 125 Aucila Road, Cocoa Beach, Florida 32931. The name of the initial registered agent of the corporation at that address is Dorothy Z. Woods.

Article 6
Directors

The number of directors constituting the initial board of directors is four (4), and the name and address of the persons who are to serve as those members thereof are as follows:

NAME

Thomas G. Woods, Sr.

STREET ADDRESS

P.O. Box 826
Cape Canaveral, FL 32920-0826

Dorothy Z. Woods

P.O. Box 826
Cape Canaveral, FL 32920-0826

Milton Martin

435 Lakewood Avenue
Georgetown, SC 29440

Dianna Russell

8501 Ridgewood Avenue, #3
Cape Canaveral, FL 32920

The number of directors may be changed from time to time by the bylaws.

Article 7
Incorporator

The name and street address of the incorporator and subscriber to 1,000 shares of the common voting stock of this corporation is as follows:

NAME

STREET ADDRESS

Dorothy Z. Woods

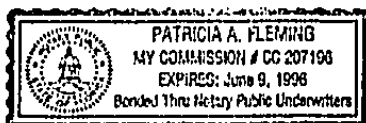
125 Aucila Road
Cocoa Beach, FL 32931

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand and hereby executes the foregoing Articles of Incorporation under the laws of the State of Florida this 26th day of January, 1996.


DOROTHY Z. WOODS

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 26th day of January, 1996 by **DOROTHY Z. WOODS**, who is personally known to me, who has produced sufficient identification, and who did not take an oath.




Notary Public, State of Florida

**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT AND STREET ADDRESS FOR SERVICE OF PROCESS**

Pursuant to Section 48.091, Florida Statutes, THE ULTIMATE
FISHING & HUNTING PRODUCTS COMPANY hereby designates Dorothy Z.
Woods and 125 Aucila Road, Cocoa Beach, FL 32931, as its registered
agent and the street address of its registered office,
respectively, for service of process within the State of Florida.

THE ULTIMATE FISHING & HUNTING
PRODUCTS COMPANY, " Florida
corporation

By: *Dorothy Z. Woods*
DOROTHY Z. WOODS

ACCEPTANCE OF DESIGNATION

I hereby accept the foregoing designation as registered agent
of THE ULTIMATE FISHING & HUNTING PRODUCTS COMPANY for service of
process within the State of Florida.

Dorothy Z. Woods
DOROTHY Z. WOODS

FILED
JAN 29 AM 10:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA