

P96000014473

**SMITH  
SAUER  
DEMARIA  
& JOHNSON**  
ATTORNEYS AT LAW

December 13, 1995

*G. Thomas Smith  
Board Certified  
Real Estate Attorney*

600001662786  
-12/15/95--01051--020  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Secretary of State  
Corporate Records Division  
Department of State  
P.O. Box 6327  
Tallahassee, FL 32301

RE: PFAFF ENTERPRISES, INC.

Dear Sir/Madame:

Enclosed please find the signed original and a copy of the Articles of Incorporation for the above corporation. Also enclosed is a check in the amount of \$70.00 representing the filing fee.

Please file the original of the enclosed Articles of Incorporation and return the copy to me date-stamped as evidence of filing.

If you have any questions, please do not hesitate to contact me at (904) 434-2761.

Seasons Greetings,

*Jennie E. Smith*  
Jennie E. Smith  
Legal Assistant to  
G. Thomas Smith

/js  
enclosures

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

12-19-95  
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1114

**SMITH  
SAUER  
DEMARIA  
& JOHNSON**  
ATTORNEYS AT LAW

January 15, 1996

*G. Thomas Smith  
Board Certified  
Real Estate Attorney*

Secretary of State  
Corporate Records Division  
ATTN: Dana Farmer  
P.O. Box 6327  
Tallahassee, FL 32301

RE: PFAFF, INC.

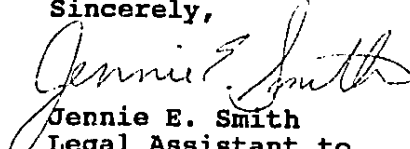
Dear Ms. Farmer:

Enclosed please find the Original and a copy of the Articles of Incorporation for the above captioned corporation. In our telephone conversation regarding your letter number 395A00054666, you agreed to hold the \$70.00 check I had sent on December 13, 1995 to be used for the filing fee for these new Articles. I have also enclosed a copy of your letter acknowledging receipt of my previous documents and check and explaining why the documents were returned.

Please file the original of the enclosed Articles of Incorporation and return the copy to me date-stamped as evidence of filing.

If you have any questions or concerns please do not hesitate to give our office a call at (904) 434-2761.

Sincerely,

  
Jennie E. Smith  
Legal Assistant to  
G. Thomas Smith

/js  
enclosure

1096-1333

**SMITH  
SAUER  
DEMARIA  
& JOHNSON**  
ATTORNEYS AT LAW

February 14, 1996

*G. Thomas Smith  
Board Certified  
Real Estate Attorney*

Dana Farmer  
Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

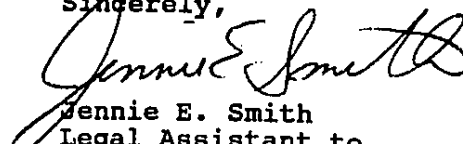
RE: Pfaff, Inc.

Dear Ms. Farmer:

Pursuant to your telephone conversation of this date with Mr. G. Thomas Smith, wherein you agreed that the corporate name "Pfaff, Inc." is not in conflict with an existing corporation's name because "Pfaff" is pronounced "faff", I am enclosing the original and a copy of the Articles of Incorporation for Pfaff, Inc. I have also enclosed a copy of the letter wherein this name was originally rejected and acknowledgement of your receipt of our check is stated. Please return to me the copy of these Articles of Incorporation date-stamped as evidence of filing.

If you have any questions, please do not hesitate to give our office a call at (904) 434-2761.

Sincerely,

  
Jennie E. Smith  
Legal Assistant to  
G. Thomas Smith

/js  
enclosures



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

January 18, 1996

JENNIE E. SMITH  
POST OFFICE BOX 12446  
PENSACOLA, FL 32582-2446

SUBJECT: PFAFF, INC.  
Ref. Number: W96000001333

We have received your document for PFAFF, INC. and your check(s) totaling \$70.00. 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. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return 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 (904) 487-6933.

Dana Farmer  
Document Specialist

Letter Number: 196A00002222

ARTICLES OF INCORPORATION  
OF  
PFAFF, INC.

FILED  
96 FEB 15 PM 3:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I-NAME

The name of this corporation is PFAFF, INC.

ARTICLE II-DURATION

This corporation shall have a perpetual existence, commencing on the date of filing with the Department of State.

ARTICLE III-PURPOSE

The general purposes for which the corporation is organized are:

(1) To operate a bait and tackle shop and perform all tasks related to that operation including, but not limited to, the following: purchasing and selling fishing equipment at retail and wholesale prices, hiring, training and dismissing employees, purchasing and selling bait to be used for fishing.

(2) To conduct and transact any business lawfully authorized and not prohibited by Chapter 607, Florida Statutes, as the same may be from time to time amended. Provided, however,

and notwithstanding the generality of the foregoing, this corporation is not to conduct a banking, safe deposit, trust, insurance, surety, express, building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition business.

#### ARTICLE IV-CAPITAL STOCK

The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is 10,000 shares of \$1.00 par value common stock.

#### ARTICLE V-INITIAL REGISTERED AGENT AND PRINCIPAL OFFICE

The street address of the initial registered office of this corporation in the State of Florida is 600 South Barracks Street, Pensacola, FL 32501. The name of the initial registered agent for the corporation at that address is SUZAN H. PFAFF. The principal office of the corporation shall be 600 South Barracks Street, Pensacola, FL 32501.

#### ARTICLE VI-INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial board of directors is one (1). The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one (1).

The names and addresses of the initial directors of this

corporation are:

NAME

STREET ADDRESS

SUZAN H. PFAFF

600 South Barracks Street  
Pensacola, FL 32501

ARTICLES VII-INCORPORATORS

The names and street addresses of the incorporators signing these Articles of Incorporation are:

NAME

STREET ADDRESS

SUZAN H. PFAFF

600 South Barracks Street  
Pensacola, FL 32501

ARTICLE VIII-BYLAWS

The power to adopt, alter, amend, or repeal bylaws of this corporation shall be vested in the Board of Directors and the shareholders.

ARTICLE IX-AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 15th day of January, 1996.

  
SUZAN H. PFAFF

STATE OF FLORIDA  
COUNTY OF ESCAMBIA

BEFORE ME, the undersigned authority, personally appeared  
SUZAN H. PFAFF, who \_\_\_\_\_ is personally known to me or \_\_\_\_\_  
produced a \_\_\_\_\_  
as identification and who executed the foregoing Articles of  
Incorporation, and she acknowledges that she subscribed the said  
instrument for the uses and purposes set forth therein.

WITNESS my hand and official seal in the County, and  
State last aforesaid this 15th day of January, 1996.



G THOMAS SMITH  
My Commission CO484224  
Expires Jul. 26, 1999  
Bonded by AMS  
800-852-0878

NOTARY PUBLIC

Printed G. Thomas Smith  
NOTARY STAMP:

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment of Registered  
Agent of PFAFF, INC., which is contained in the foregoing Articles  
of Incorporation. The undersigned is familiar with, and accepts,  
the obligations provided for in Section 607.0505 of the Florida  
Statutes.

Suzan H. Pfaff  
SUZAN H. PFAFF

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FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA