

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

P96000032640

PHONE ()

Service: Top Priority _____ Regular _____
 One Day Service _____ Two Day Service _____

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

[Handwritten signature/initials]
 4/15/96

RE: Golf Tournament Spent
Fishing In

No 52602

_____ Applied Express
 _____ Art. of Amend. Filing
 _____ Cert. of Partnership Filing
 _____ Foreign Corp. Filing
 _____ () Cert. Copy(n)
 _____ Photo Copy
 _____ Art. of Amend. Filing
 _____ Dissolution/Withdrawal
 _____ C U B.
 _____ Fictitious Name Filing
 _____ Name Reservation
 _____ Annual Report/Reinstatement
 _____ Reg. Agent Service
 _____ Document Filing
 _____ Corporate Kit
 _____ Vehicle Search
 _____ Driving Record
 _____ Document Retrieval
 _____ UCC 1 or 3 Filing
 _____ UCC 11 Search
 _____ UCC 11 Retrieval
 _____ File No.'s _____ Copies
 _____ Courier Service
 _____ Shipping/Handling
 _____ Phone ()
 _____ Top Priority
 _____ Express Mail Prop.
 _____ FAX () pgs.

FILED
 95 APR 15 PM 12

100001781261
 -04/16/96--01003--011
 *****70.00 *****70.00

SUBTOTALS

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	4/15/96		
TIME	4:00		CK No. _____
BY	CD		

WALK-IN
 Will Pick Up _____

FEE.....
 DISBURSED.....
 SURCHARGE.....
 TAX on corporate supplies.....
 SUBTOTAL.....
 PREPAID.....
 BALANCE DUE.....

96 APR 15 PM 3:40
 RECEIVED
 DIVISION OF REVENUE
 TALLAHASSEE, FL
[Handwritten signature]

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Prst 30 Days, 18% per Annu. n.

THANK YOU
 from
 Your Capital Connection

ARTICLES OF INCORPORATION
OF
Gulf Tournament Sport Fishing, Inc.

FILED
95 APR 15 PM 4:12
SEC. OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is **Gulf Tournament Sport Fishing, Inc.**

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 830 Eaton Street., Key West, Florida 33040.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is five thousand (5,000) shares having no par value.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Frederick Skomp, 830 Eaton Street, Key West, Florida 33040.

ARTICLE V: INCORPORATOR

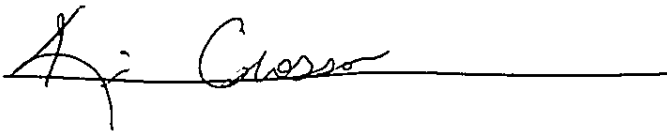
The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of the initial Board of Directors of the corporation is K.M. Sook, 830 Eaton Street, Key West, FL 33040.

The undersigned has executed these Articles of Incorporation this 11th day of April 1996.

"Capital Connection, Inc. by Kim Crosson, Office Manager"

A handwritten signature in cursive script, appearing to read "Kim Crosson", is written over a horizontal line.

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0301, Florida Statutes, the mentioned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: Gulf Tournament Sport Fishing, Inc.
2. The name and street address of the registered agent and office is: FREDERICK SKOMP
830 EATON ST.
KEY WEST, FL 33040

96 APR 15 PM 4:12
FILED
RECEIVED
TALLAHASSEE
FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

