

P96000034556

LAW OFFICE

Jack Schramm Cox, P.A.

ADMIRALTY II BUILDING  
4400 PGA BOULEVARD, SUITE 201  
PALM BEACH GARDENS, FLORIDA 33410

TELEPHONE (407) 027-6806 • FACSIMILE (407) 024-0860

April 16, 1996

Florida, Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

FEDERAL EXPRESS

600001784206  
-04/17/96--01070--010  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Just Fishing Consignment, Inc.  
Our File No: 1157.01

Dear Clerk:

With reference to the above-captioned new corporation, enclosed please find the Articles of Incorporation of Just Fishing Consignment, Inc. together with the Certificate Designating Place of Business for Service of Process Within the State, Naming Agent Upon Whom Process May be Served for filing in your office. Please stamp date the extra copies and return them to me in the enclosed self-addressed stamped envelope. Our firm check in the amount of \$70.00 is enclosed as your fee.

If you should need anything further, please do not hesitate to contact me.

Very truly yours,

*Debra Wright*

Debra Wright, Secretary to  
Jack S. Cox

dw/  
Enclosures

FILED  
96 APR 17 AM 9:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

63 4/22/96

ARTICLES OF INCORPORATION  
OF  
JUST FISHING CONSIGNMENT, INC.

96 APR 17 AM 9:12

The undersigned hereby makes, subscribes, acknowledges, and files these  
Articles of Incorporation for the purpose of forming a corporation under the  
Laws of the State of Florida.

ARTICLE I  
NAME

The name and address of the Corporation shall be:

Just Fishing Consignment, Inc.  
804 U.S. Highway #1, Unit #8  
Lake Park, FL 33403

ARTICLE II  
DURATION

This Corporation shall exist in perpetuity.

ARTICLE III  
PURPOSE

The Corporation is organized for the purpose of engaging in the business  
of the resale of previously owned sport fishing equipment including the  
consignment of such equipment and any activity or business permitted under the  
Laws of the State of Florida, Chapter 607, and of the laws of the United  
States of America.

ARTICLE IV  
CAPITAL STOCK

This Corporation is authorized to issue one hundred (100) Shares of  
Capital Stock with a par value of One Dollar (\$1.00) per Share. The Shares  
shall be subject to a Shareholders Agreement and the restrictions contained  
therein.

ARTICLE V  
INITIAL REGISTERED OFFICE AND AGENT

The street address in this State of the initial registered office of the  
Corporation is Suite 201, 4400 PGA Blvd., Palm Beach Gardens, Florida 33410  
and the name of the initial Registered Agent is Jack S. Cox.

ARTICLE VI  
INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of two (2) members. The number of Directors may be increased or decreased from time to time by the By-Laws but shall never be less than one (1) nor more than two (2). The name and address of the initial Directors are:

Henry F. Cromwell  
804 U.S. Highway #1, Unit #8  
Lake Park, FL 33403

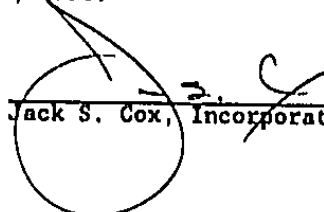
William J. Buckland  
804 U.S. Highway #1, Unit #8  
Lake Park, FL 33403

ARTICLE VII  
INCORPORATORS

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

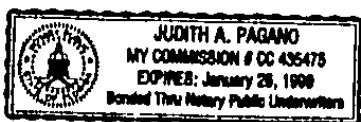
Jack S. Cox, Esq.  
4400 PGA Blvd., Suite 201  
Palm Beach Gardens, FL 33410

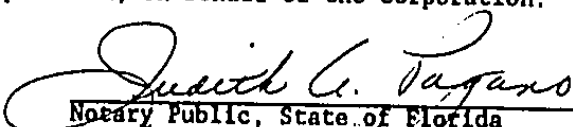
IN WITNESS WHEREOF, I have made and subscribed these Articles of Incorporation this 16<sup>th</sup> day of April, 1996.

  
\_\_\_\_\_  
Jack S. Cox, Incorporator/Subscriber

STATE OF FLORIDA     )  
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 16<sup>th</sup> day of April, 1996, by JACK S. COX as the Incorporator/Subscriber of Just Fishing Consignment, Inc, a Florida corporation, on behalf of the corporation. He is personally known to me.



  
\_\_\_\_\_  
Notary Public, State of Florida

JUDITH A. PAGANO  
\_\_\_\_\_  
Printed Name of Acknowledger

Acknowledger Expiration Date and  
Serial No:

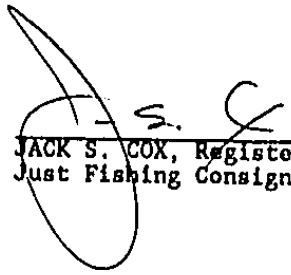
CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR SERVICE OF PROCESS  
WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is  
submitted in compliance with said Act:

THAT, JUST FISHING CONSIGNMENT, INC., desiring to organize under the  
laws of the State of Florida, has named JACK S. COX, Esquire, at Suite 201,  
4400 PGA Blvd., Palm Beach Gardens, FL 33410, as its Registered Agent to  
accept service of process within the State of Florida.

ACKNOWLEDGEMENT

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

  
\_\_\_\_\_  
JACK S. COX, Registered Agent for  
Just Fishing Consignment, Inc.

96 APR 17 AM 9:12  
STATE  
TALLAHASSEE FLORIDA