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96 MAY 10 PH 1- 24 TATUAR SOLE, LLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 949590

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AUTHORIZATION :

COST LIMIT : * PREPAID

ORDER DATE # May 10, 1996

ORDER TIME # 11:50 AM

ORDER NO. # 949590

CUSTOMER NO.

81648A

CUSTOMER: J. Patrick Anderson, Esq FRESE MASH & TORPY, P.A.

Suite 505

930 South Harbor City Blvd.

Melbourne, FL 32901

DOMESTIC FILING

NAME:

LONGPOINT BAIT & TACKLE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX ___ CERTIFIED COPY __ PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michelle Bailey

EXAMINER'S INITIALS:

DIVISION OF CORPORATION



ARTICLES OF INCORPORATION

OF

96 MAY 10 PH 1: 24

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TH (b)

LONGPOINT BAIT & TACKLE, INC.

The undersigned incorporator, being a natural person competent to contract, hereby adopts these Articles of Incorporation in order to form a corporation under the laws of the State of Florida.

ARTICLE I

The name of this Corporation is Longpoint Bait & Tackle, Inc.

ARTICLE II

This Corporation shall commence upon the execution of these Articles and shall exist perpetually.

ARTICLE III

The purpose of this Corporation is to engage in any business lawful under the laws of the State of Florida and the United States.

ARTICLE IV

This Corporation is authorized to issue Ten Thousand (10,000) shares of \$1.00 par value, common stock. The rights attendant to all such shares, once issued, shall be identical in all respects.

The shares of this Corporation are not to be divided into classes.

This Corporation is not authorized to issue shares in series or in less than whole shares.

ARTICLE_V

Every Shareholder, upon the issuance of any new stock of this Corporation, shall have the right to purchase his or her pro-rate share thereof (as nearly as can be done without issuing fractional shares), at the price at which it is offered to others.

ARTICLE VI

The initial street and mailing address of the principal place of business of the Corporation is 100 Longpoint Road, Melbourne Beach, Florida 32951. The initial address in Florida of the initial registered office of this Corporation is 930 s. Harbor City Boulevard, Suite 505, Melbourne, Florida 32901, and the name of the initial registered agent of this Corporation at that address is J. Patrick Anderson.

ARTICLE_VII

The initial Board of Directors shall consist of two (2) Directors initially. The number of Directors may be either increased or diminished from time to time by the Shareholders, but shall never be less than one. The names and addresses of the persons who shall serve as Directors until the first annual meeting of the Shareholders, or until successors have been elected and qualified, are as follows:

Dale Gebelein 763 Loggerhead Island Way Satellite Beach, Florida 32937

Michelle E. Gebelein 763 Loggerhead Island Way Satellite Beach, Florida 32937

ARTICLE VIII

The Shareholders of this Corporation shall adopt By-Laws which shall contain provisions for the management of the business and the regulation of the affairs of the Corporation that are not inconsistent with the Articles or the laws of the State of Florida.

ARTICLE IX

The name and address of the initial incorporator is as follows: J. Patrick Anderson, 930 S. Harbor City Boulevard, Suite 505, Melbourne, Florida 32901.

ARTICLE X

The Board of Directors shall have the power to amend or supplement these Articles of Incorporation when approved by a majority vote of the Shareholders.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation in Melbourne, Brevard County, Florida, this 9th day of May, 1996.

I hereby declare that I am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Patrick Anderson

Registered Agent

STATE OF FLORIDA

THEREBY CERTIFY that on this day, before me, any officer dufy authorized in the State and County aforesaid Aro take acknowledgments, personally appeared, J. Patrick Anderson, who is personally known to me and who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed and subscribed to these Articles of Incorporation. subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County and State aforesaid this oth day of May, 1996.

Sandra L. Debbert

Notary Public

State of Florida at Large

My Commission Expires:

BANURA L. DEDHERT AY COMMISSION # CO 4439JO EXPIRES: March 7, 1999 Bonded Thru Notary Public Underwif