

P 96 0000 41406

JAMES WM. KNOWLES
ATTORNEY AT LAW

2812 MANATEE AVENUE WEST
BRADENTON, FLORIDA 34205

May 2, 1996

TELEPHONE (813) 740-4454
FAX (813) 740-3431

FILED
MAY 3 1996
TALLAHASSEE, FLORIDA

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

Re: PASSIONATE PURSUIT, INC.

Gentlemen:

I am enclosing herewith an original and a copy of Articles of Incorporation for the above-named corporation. In addition, a check in the sum of \$122.50 is enclosed which represents the following fees:

Filing Fee	\$35.00
Certified Copy	52.50
Registered Agent Fee	35.00


Total	\$122.50
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****122.50 ****122.50

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Your prompt attention to this matter would be appreciated.

Sincerely,


James Wm. Knowles

JWK:lds

Enclosures

ENCLOSURES MAY 15 1996

ARTICLES OF INCORPORATION
OF
PASSIONATE PURSUITS, INC.

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

1. Name. The name of this corporation is PASSIONATE PURSUITS, INC.

2. Duration. The period of its duration is perpetual.

3. Purpose. The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

4. Capital Stock. The corporation is authorized to issue 500 shares, all of one class, at \$1.00 par value.

5. Initial Registered Office and Agent. The name and address of the initial registered agent and office of this corporation as follows:

VIRGINIA BADEN KNOWLES
1115 71st St. N.W.
Bradenton, Florida 34209

The corporate mailing address is as follows:

1115 71st St. N.W.
Bradenton, Florida 34209

6. Initial Board of Directors. This corporation shall have one director initially. The number of directors may be increased from time to time by an amendment of the bylaws of the corporation in the manner provided by law.

The names and addresses of the initial directors of this corporation are:

<u>Name</u>	<u>Address</u>
VIRGINIA BADEN KNOWLES	1115 71st St. N.W., Bradenton, FL 34209

7. **Incorporator.** The name and address of the Incorporator signing the Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
JAMES WM. KNOWLES	1115 71st St. N.W., Bradenton, FL 34209

8. **Amendment of Articles.** This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

9. **Non-resident Directors.** Directors need not be a resident of this state or shareholders unless Articles of Incorporation or Bylaws so require.

10. **Directors' Authority to Fix Compensation.** Directors shall have authority to fix the compensation unless otherwise provided in Articles of Incorporation or Bylaws.

11. **Pre-emptive Rights.** Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be

deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his pre-emptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

12. Restriction on Authority to Mortgage or Pledge Assets.

The Board of Directors of the corporation may not authorize any mortgage or pledge of, or creation of a security interest in, any or all of the property and assets of the corporation for the purpose of securing the payment or performance of any obligation of the corporation, without obtaining prior shareholder approval of any and each such transaction by the vote or written consent of the holders of 50% of the shares of the corporation entitled to vote thereon and not otherwise.

13. Meetings by Conference Telephone. Members of the Board of Directors may participate in special and annual meetings of the board of directors by means of conference telephone or similar communications equipment as provided by law but regular meetings of the Board of Directors must be attended in fact in person by each director.

14. Indemnification. The corporation may be empowered to indemnify any officer or director, or any former officer or director in the manner set out and provided for pursuant to the


provisions of Section 607.014 of the Florida Statutes, as amended.

15. **Amendment of Articles and/or Bylaws.** The power to adopt, alter, amend or repeal the Articles of Incorporation and/or Bylaws of this corporation shall be vested in the shareholders by a 50% vote.

16. **Shareholder Quorum and Voting.** Only 50% of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders. If a quorum is present, the affirmative vote of 50% of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

17. **Removal of Directors.** At a meeting of shareholders called expressly for that purpose, any one director, or the entire board of directors, may be removed, with or without cause, by a vote of the holders of 50% of the shares then entitled to vote at an election of directors.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 30th day of April, 1996


JAMES WM. KNOWLES
Incorporator

Acceptance by Registered Agent

I, VIRGINIA BADEN KNOWLES, hereby am familiar with and accept the duties and responsibilities as Registered Agent for PASSIONATE PURSUITS, INC.


VIRGINIA BADEN KNOWLES
Registered Agent


STATE OF FLORIDA
COUNTY OF MANATEE

BEFORE ME, the undersigned authority, personally appeared
JAMES WM. KNOWLES, Incorporator of the Incorporation, and VIRGINIA
BADEN KNOWLES, Registered Agent, who are personally known to me,
and who acknowledged to and before me that they executed such
instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this
29th day of April, 1996

Loured D. Gelman

NOTARY PUBLIC, STATE OF FLORIDA

 LOURED D. GELMAN
MY COMMISSION # 0030654 EXPIRES
JANUARY 16, 1998
BONDED THRU TROY EARNER & ASSOCIATES, INC.

FILED
95 APR 29 PM 9:23

P96000041406

Requestor's Name

Address

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

Passionate Pursuits, Inc

(Document #)

VIRGINIA KNOWLES
1115 71ST STREET NW
BRADENTON, FLA. 34209

(941) 794-5840

300002302559---7

(Document #)

-09/24/97-01085--003
*****35.00 *****35.00

Please find enclosed corporate
amendment for name change and

Request taken by: tlewis
08-11-1997

check for filing fee of \$35.

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
97 SEP 24 PM 12:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name change

9-29-97

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
PASSIONATE PURSUITS, INC.

FILED
97 SEP 24 PM 12:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

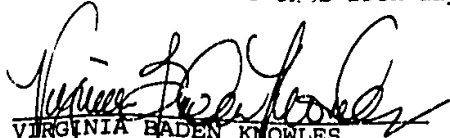
1. The following provisions of the Articles of Incorporation of PASSIONATE PURSUITS, INC., a Florida corporation, filed in Tallahassee on MAY 9, 1996, be and they hereby are amended in the following particulars:

The name of the corporation, PASSIONATE PURSUITS, INC., be and it hereby is amended to read as follows:

" THE GREAT FLORIDA OUTDOORS COMPANY " ~~INC.~~ "

2. The foregoing amendments were adopted by all Members, Directors and all Shareholders of the corporation on the 19th day of September, 1997.

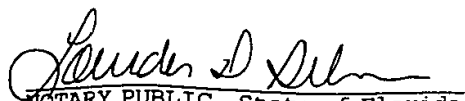
IN WITNESS WHEREOF, the undersigned President of this corporation has executed these Articles of Amendment this 19th day of September, 1997.


VIRGINIA BADEN KNOWLES
President

STATE OF FLORIDA
COUNTY OF MANATEE

BEFORE ME, the undersigned authority, personally appeared VIRGINIA BADEN KNOWLES, personally known to me, known to me to be the persons who executed the foregoing Articles of Amendment and they acknowledged before me that she executed such instrument for the purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 19th day of September, 1997.


NOTARY PUBLIC, State of Florida



LOURDES D. SELMAN
MY COMMISSION # CC336856 EXPIRES
January 15, 1998
BONDED THRU TROY FAIR INSURANCE, INC.