

P9600042181

1201 HAYS STREET
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96 MAY 10 PM 4:14

DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032
REFERENCE : 950156 4327828
AUTHORIZATION : *Patricia Pyjute*
COST LIMIT : \$ 122.50

ORDER DATE : May 10, 1996

ORDER TIME : 3:15 PM

ORDER NO. : 950156

CUSTOMER NO: 4327828

800001817418

CUSTOMER: Warren D. Hayes, Sr, Esq
ALLEY, MAASS, ROGERS &
LINDSAY, P.A.
321 Royal Poincianna Pl.
Palm Beach, FL 33480

W96-10271
2284

DOMESTIC FILING

NAME: FISHING FEVER, INC.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: CLINT FUHRMAN

EXAMINER'S INITIALS:

CF
5/17/96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY 10 AM 10:01

LOWE'S



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 14, 1996

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: FISHING FEVER, INC.
Ref. Number: W96000010271

RECEIVED
96 MAY 16 PM 4: 23
DIVISION OF CORPORATIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY 10 AM 10: 01

We have received your document for FISHING FEVER, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

In reviewing our records, we note there is a(n) FISHING FEVER, INC., Document number F41594, in existence.

Because of the similarities between the existing corporation and the one you are now seeking to file with us, and because it is our duty to assure that all fees due this office in accordance with section 607.0130(2)(c), Florida Statutes, are collected, we are returning the articles of incorporation unfiled and must request you return the existing corporation to good standing by completing the enclosed reinstatement application and submitting it with the appropriate fees.

The fees to reinstate the corporation are as follows: \$175 reinstatement fee, \$61.25 filing fee per year for the years 1985 through the current year, \$138.75 supplemental fee for the years 1992 forward. The total fee to file the reinstatement is \$1603.75, therefore, there is a balance of \$1481.25 due. Add an additional \$8.75 for each certificate of status requested.

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) 487-6927.

Kathy Hyman
Document Specialist

Letter Number: 496A00023922

EFFECTIVE DATE
5/9/96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 MAY 10 AM 10:01

**ARTICLES OF INCORPORATION
OF
CCB'S FISHING FEVER, INC.**

ARTICLE I - NAME

The name of this corporation is CCB's Fishing Fever, Inc.

ARTICLE II - DURATION

This corporation shall have perpetual duration commencing on the date of execution and acknowledgment of these Articles.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of ONE DOLLAR (\$1.00) par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale of any unissued stock of this corporation for cash, assets or other consideration, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - PRINCIPAL OFFICE; MAILING ADDRESS

The mailing address of this corporation is 1600 S.E. 17th Street, Suite 404, Fort Lauderdale, FL 33316.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 321 Royal Poinciana Plaza, Palm Beach, Florida 33480, and the name of the initial registered agent of this corporation at that address is Robb R. Maass.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be fewer than one. The names and addresses of the initial directors of this corporation are:

Caruth C. Byrd
4004 Beltline Road
Suite 109
Dallas, TX 75244

Fred M. McLane
4004 Beltline Road
Suite 109
Dallas, TX 75244

Jeffrey L. Harbin
4004 Beltline Road
Suite 109
Dallas, TX 75244

ARTICLE IX - INCORPORATOR

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

Robb R. Maass
321 Royal Poinciana Plaza
Palm Beach, FL 33480.

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.


ARTICLE XI - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and Shareholders.

ARTICLE XII - AMENDMENT

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.

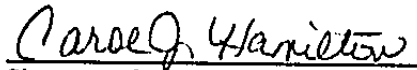
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 9th day of May, 1996.



Robb R. Maass

STATE OF FLORIDA)
) ss:
COUNTY OF PALM BEACH)

The foregoing was acknowledged before me this 9th day of May, 1996, by Robb R. Maass, who is personally known to me.



Signature of Person Taking
Acknowledgment

CAROL J. HAMILTON

Name typed, printed or stamped
Title or Rank: _____
Serial Number: _____



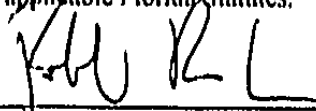
CAROL J. HAMILTON
NOTARY COMMISSION # CC401494 EXPIRES
September 3, 1998
BONDED THRU TROY FARM INSURANCE, INC.

Acceptance of Designation

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 MAY 10 AM 10: 01

The undersigned, Robb R. Mnass, hereby accepts the designation of himself as registered agent for this corporation and agrees to serve in compliance with all applicable Florida Statutes.



Robb R. Mnass