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GERARD F. KEATING, P.A.

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BOARD CERTIFIED
CIVIL TRIAL LAWYER

96
TELEPHONE 904 252-2301
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FILED
JUN -1 PM 4:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

June 27, 1996

Secretary of State
The Capitol
Tallahassee, FL 32304

200001881412
-07/02/96--01068--002
****122.50 ****122.50

RE: Last Chance Fishing, Inc.

200001881412
-07/02/96--01068--002
****122.50 ****122.50

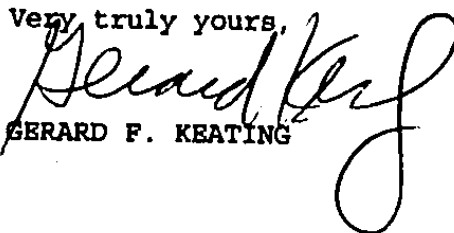
Dear Sirs:

Enclosed please find an original and one copy of the Articles of Incorporation for Last Chance Fishing, Inc. In addition, a check in the amount of \$122.50 to cover the following:

Filing Fee	\$35.00
Certified Copy	52.50
Registered Agent Designation	35.00
TOTAL	\$122.50

Please file the original and return a certified copy to the undersigned.

Very truly yours,


GERARD F. KEATING

GFK/cml
enclosures

NC 7-2-96

ARTICLES OF INCORPORATION
OF
LAST CHANCE FISHING, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I - NAME

The name of this corporation is **LAST CHANCE FISHING, INC.**

ARTICLE II - PURPOSE

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

ARTICLE III - CAPITAL STOCK

The corporation is authorized to issue 1,000 shares, all of one class, at \$5.00 par value.

ARTICLE IV - REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent and office of this corporation is as follows:

SHELLY MANGERI
720 Merrimac Drive
Port Orange, FL 32119

ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one.

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

KENNETH MOTLEY
720 Merrimac Drive
Port Orange, FL 32119

ARTICLE VI - INCORPORATORS

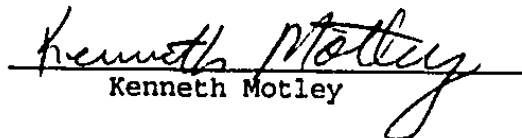
The name and address of the Incorporator signing these Articles of Incorporation is:

KENNETH MOTLEY
720 Merrimac Drive
Port Orange, FL 32119

ARTICLE VII - 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.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation, this 24th day of June, 1996.


Kenneth Motley

CERTIFICATE OF REGISTERED AGENT

In pursuance of Chapter 48.091 of the Florida Statutes, the following is submitted in compliance with said Act: LAST CHANCE FISHING, INC. desires to organize under the State of Florida with its principal office, as indicated in the Articles of Incorporation, at 720 Merrimac Drive, Port Orange, FL 32119 has named SHERRY MANGERI to accept service of process within this State.

ACKNOWLEDGMENT:

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

Shelly Mangeri
Shelly Mangeri

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF VOLUSIA

BEFORE ME, the undersigned authority, personally appeared
KENNETH MOTLEY, to me well known to be the person who executed
the foregoing Articles of Incorporation, and he acknowledged to and
before me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this
the 24th day of June, 1996.


(Signature of Notary Public - State of Florida)

Cynthia M. Ladwig
(Print, type or Stamp Commissioned name of Notary Public)

Personally Known X OR Produced Identification _____
Type of Identification Produced: _____



CYNTHIA M. LADWIG
MY COMMISSION # CC314490 EXPIRES
October 10, 1997
BONDED THRU TROY FARM INSURANCE, INC.