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July 2, 1996

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

Re: TOURNAMENTS UNLIMITED, INC.

Dear Sir:

Enclosed for filing please find an original and one copy of the Articles of Incorporation for the above Corporation and our check in the amount of \$122.50. Please file said Articles of Incorporation and return a certified copy to me.

Your anticipated cooperation in this matter is appreciated.
Thank you.

Very truly yours,

KILLGORE, PEARLMAN, GARDNER,
ORNSTEIN & STAMP, P.A.

Craig S. Pearlman 1st
Craig S. Pearlman

CSP/jl
Enclosures

7-96
TB

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
TOURNAMENTS UNLIMITED, INC.**

ARTICLE I - NAME

The name of this corporation is TOURNAMENTS UNLIMITED, INC. and its principal place of business and mailing address is 41 West Michigan Avenue, Orlando, Florida 32806.

ARTICLE II - DURATION

This corporation shall have perpetual existence, commencing on the filing of these Articles.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of promoting and organizing fishing tournaments and transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 15,000 shares of voting common stock having a par value of \$.10 per share.

ARTICLE V - INITIAL REGISTERED

OFFICE AND AGENT

The street address of the initial registered office of this corporation is 41 West Michigan, Orlando, Florida 32806 and the

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name of the initial registered agent of this corporation at that address is Ted C. Ensminger, II.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time in accordance with the By-Laws, but shall never be less than one (1). The name and address of the initial director of this corporation is:

Ted C. Ensminger, II
41 West Michigan Avenue
Orlando, Florida 38206

ARTICLE VII - INCORPORATOR


The name and address of the incorporator is:

Ted C. Ensminger, II
41 West Michigan Avenue
Orlando, Florida 32806

ARTICLE VIII - INDEMNIFICATION

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

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


TED C. ENSMINGER, II
Incorporator

STATE OF FLORIDA

COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 24th day of June, 1996, by TED C. ENSMINGER, II who is personally known to me or who has produced _____ as identification and who did take an oath.

NOTARY PUBLIC:

Sign: _____

Print: CRAIG STUART PEARLMAN
State of Florida at Large
My Commission Expires:

Commission No. _____

ACCEPTANCE BY REGISTERED AGENT



The undersigned, being the person appointed in the foregoing Articles of Incorporation as the registered agent for TOURNAMENT UNLIMITED, INC. hereby accepts such appointment this 24th day of June, 1996, and states that he/she is familiar with, and accepts, the obligations provided for in Section 607.0505, Florida Statutes.

Ted C. Ensminger, II
Ted C. Ensminger, II