

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RE: Footless Fishing and
Chum Company, Inc.

	C.C. FEE.	DISBURSED
Capital Express™		
Art. of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
() Coll. Copy(s)		
Art. of Amend. File		
Dissolution/Withdrawal		
C U B-		
Fictitious Name File		
Name Reservation		
Annual Report/Reinstatement		
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, Copies		
Courier Service		
Shipping/Handling		
Phone ()		
Top Priority		
Express Mail Prep.		
FAX () pgs.		

SUBTOTALS _____

FEE.....

DISBURSED.....

SURCHARGE.....

TAX on corporate supplies.....

SUBTOTAL.....

PREPAID.....

BALANCE DUE.....

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY AAK _____

WALK-IN Will Pick Up 11-8 1100

TAB
10/18

ARTICLES OF INCORPORATION
OF
FOOTLESS FISHING AND CHUM COMPANY, INC.

FILED
96 OCT -8 PM 3:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned incorporators, do hereby form a corporation for profit under the general laws of the State of Florida pursuant to Section 607.0202, Florida Statutes, and do hereby certify as follows:

ARTICLE I

The name of the corporation shall be **FOOTLESS FISHING AND CHUM COMPANY, INC.**

ARTICLE II

The location of the principal place of business shall be 1337 Ocean Breeze Park, Marathon, FL 33050, and the mailing address shall be P. O. Box 500429, Marathon, FL 33050.

ARTICLE III

The corporation shall have perpetual existence.

ARTICLE IV

The Registered office of this corporation is 1337 Ocean Breeze Park, Marathon, FL 33050 and the name of the initial registered agent of the corporation at that address is Thomas E. Schroeder.

ARTICLE V

The general nature of the business to be transacted shall be the following:

1. To buy, sell, trade, manufacture, deal in and deal with goods, wares and merchandise of every kind and nature and to carry on such business as is necessary to operate a business, to acquire all such merchandise, supplies, materials and other articles as shall be necessary or incidental to such business; to hold, acquire, mortgage, lease and convey real and personal property in any part of the world so far as is necessary or expedient in conducting the business of the corporation; and to have any and all powers set forth as fully as natural persons, whether as principals, agents, trustees or otherwise.

2. To generally engage in, do and perform any enterprise, act or vocation that a natural person might or could do or perform.

3. To engage in any commercial, industrial and agricultural enterprise calculated or designed to be profitable to this corporation and in conformity with the laws of the State of Florida.

ARTICLE VI

The capital stock shall consist of one thousand (1,000) shares of common stock with a par value of One Dollar (\$1.00) per share.

ARTICLE VII

The amount of capital before beginning business shall be at least Five Hundred and No/100 Dollars (\$500.00).

ARTICLE VIII

The number of Directors shall be at least one (1) and not more than three (3) as shall be determined by the By-Laws.

ARTICLE IX

The name and address of the first Board of Directors and Officers, who subject to the provisions of the Articles of Incorporation, By-Laws and the general laws of the State of Florida shall hold office for the first year of the corporation's existence or until their successors shall be duly elected and qualified is:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
Thomas E. Schroeder	President/ Director	1337 Ocean Breeze Park Marathon, FL 33050
Donna L. Dye	Secretary/ Treasurer/ Director	1337 Ocean Breeze Park Marathon, FL 33050

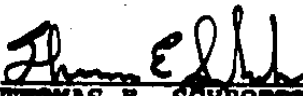
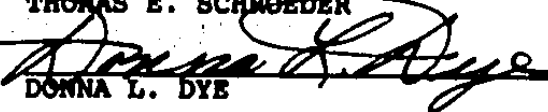
The above named Directors are also the incorporators.

ARTICLE X

The corporation reserves the right to amend, alter or repeal any provisions contained in these Articles of Incorporation in the

manner now or hereafter prescribed by law, and all rights conferred upon stockholders herein are granted subject to this reservation. Further, the corporation reserves the right to provide in the By-Laws for issuance of stock certificates; and, the corporation shall have the right of first refusal to purchase any stock issued by this corporation.

IN WITNESS WHEREOF, we have hereunto subscribed our names on this 7th day of October, 1996.


THOMAS E. SCHROEDER

DONNA L. DYE


STATE OF FLORIDA

COUNTY OF MONROE

BEFORE ME, the undersigned authority duly authorized to administer oaths and take acknowledgments, personally appeared THOMAS E. SCHROEDER and DONNA L. DYE, who produced Florida driver license as identification, who, after being by me first duly sworn and cautioned, depose and said that they read the foregoing Articles of Incorporation, that the statements contained therein are true and correct for the purposes therein expressed, and that this is thier free and voluntary act and deed.

SWORN TO AND SUBSCRIBED before me this 7th day of October, 1996.

(SEAL)


NOTARY PUBLIC, State of Florida
Beverly Karen Bivins



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

I, THOMAS E. SCHROEDER hereby accept designation as Registered Agent of FOOTLESS FISHING AND CHUM COMPANY, INC.


THOMAS E. SCHROEDER